# 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 10/01/2022 and ending 09/30/2023

**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.)
- [X] 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:
- [X] 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
WORLD VARIETY PRODUCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

**1b** Three-digit plan number (PN) ▶ 001

**1c** Effective date of plan 02/08/1983

**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)
WORLD VARIETY PRODUCE, INC.

5325 SOUTH SOTO STREET
VERNON, CA 90058-3624

**2b** Employer Identification Number (EIN) 95-3888000

**2c** Plan Sponsor's telephone number 323-588-0151

**2d** Business code (see instructions) 424400

**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. | 07/15/2024 | LEE ZELLER |
| | **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 |

| | | |
|---|---|---|
| **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:<br>**a** Sponsor's name<br>**c** Plan Name | **4b** EIN<br>**4d** PN | |
| **5** Total number of participants at the beginning of the plan year | **5** | 517 |
| **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)** | 434 |
| **a(2)** Total number of active participants at the end of the plan year | **6a(2)** | 400 |
| **b** Retired or separated participants receiving benefits | **6b** | 0 |
| **c** Other retired or separated participants entitled to future benefits | **6c** | 56 |
| **d** Subtotal. Add lines **6a(2)**, **6b**, and **6c** | **6d** | 456 |
| **e** Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. | **6e** | 1 |
| **f** Total. Add lines **6d** and **6e** | **6f** | 457 |
| **g** Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | **6g** | 454 |
| **h** Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested | **6h** | 11 |
| **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:

2I 2O 3D 3I

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

**9a** Plan funding arrangement (check all that apply)

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

**9b** Plan benefit arrangement (check all that apply)

- **(1)** [ ] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [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)** [ ] 0 **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [ ] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

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

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

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

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

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

Receipt Confirmation Code_____

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

For calendar plan year 2022 or fiscal plan year beginning 10/01/2022 and ending 09/30/2023

**A** Name of plan
WORLD VARIETY PRODUCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

**B** Three-digit plan number (PN) ▶ 001

**C** Plan sponsor's name as shown on line 2a of Form 5500
WORLD VARIETY PRODUCE, INC.

**D** Employer Identification Number (EIN)
95-3888000

## Part I Service Provider Information (see instructions)

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

### 1 Information on Persons Receiving Only Eligible Indirect Compensation

**a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

**b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

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

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

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

UBS FINANCIAL SERVICES INC

200 PARK AVE., 18TH FLOOR
NEW YORK, NY 10166

13-2638166

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|---|---|---|---|---|---|---|
| 33 71 49<br>65 99 | NONE | 2660 | Yes ☐ No ☒ | Yes ☐ No ☐ | | Yes ☐ No ☐ |

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

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

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

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

## Part I Service Provider Information (continued)

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

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

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

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

## Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

## Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

| | |
|---|---|
| **a** Name: | **b** EIN: |
| **c** Position: | |
| **d** Address: | **e** Telephone: |

Explanation:

| | |
|---|---|
| **a** Name: | **b** EIN: |
| **c** Position: | |
| **d** Address: | **e** Telephone: |

Explanation:

| | |
|---|---|
| **a** Name: | **b** EIN: |
| **c** Position: | |
| **d** Address: | **e** Telephone: |

Explanation:

| | |
|---|---|
| **a** Name: | **b** EIN: |
| **c** Position: | |
| **d** Address: | **e** Telephone: |

Explanation:

| | |
|---|---|
| **a** Name: | **b** EIN: |
| **c** Position: | |
| **d** Address: | **e** Telephone: |

Explanation:

# SCHEDULE 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 10/01/2022 and ending 09/30/2023

**A** Name of plan
WORLD VARIETY PRODUCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

**B** Three-digit plan number (PN) ▶ 001

**C** Plan sponsor's name as shown on line 2a of Form 5500
WORLD VARIETY PRODUCE, INC.

**D** Employer Identification Number (EIN)
95-3888000

## 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) | 973806 | 1000000 |
| **(2)** Participant contributions | 1b(2) | | |
| **(3)** Other | 1b(3) | 13419 | 18872 |
| **c** General investments: | | | |
| **(1)** Interest-bearing cash (include money market accounts & certificates of deposit) | 1c(1) | 1631095 | 515593 |
| **(2)** U.S. Government securities | 1c(2) | 0 | 1926490 |
| **(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) | 9789257 | 12292796 |
| **(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) | 77814 | 82124 |
| **(14)** Value of funds held in insurance company general account (unallocated contracts) | 1c(14) | | |
| **(15)** Other | 1c(15) | | |

| | | (a) Beginning of Year | (b) End of Year |
|---|---|---|---|
| **1d** Employer-related investments: | | | |
| **(1)** Employer securities | 1d(1) | 9999747 | 9227842 |
| **(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 | 22485138 | 25063717 |
| **Liabilities** | | | |
| **g** Benefit claims payable | 1g | 0 | 0 |
| **h** Operating payables | 1h | | |
| **i** Acquisition indebtedness | 1i | | |
| **j** Other liabilities | 1j | | |
| **k** Total liabilities (add all amounts in lines 1g through1j) | 1k | 0 | 0 |
| **Net Assets** | | | |
| **l** Net assets (subtract line 1k from line 1f) | 1l | 22485138 | 25063717 |

## 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) | 1026194 | |
| **(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) | | 1026194 |
| **b Earnings on investments:** | | | |
| **(1)** Interest: | | | |
| **(A)** Interest-bearing cash (including money market accounts and certificates of deposit) | 2b(1)(A) | 15212 | |
| **(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) | | 15212 |
| **(2)** Dividends: **(A)** Preferred stock | 2b(2)(A) | | |
| **(B)** Common stock | 2b(2)(B) | 328963 | |
| **(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) | | 328963 |
| **(3)** Rents | 2b(3) | | |
| **(4)** Net gain (loss) on sale of assets: **(A)** Aggregate proceeds | 2b(4)(A) | | |
| **(B)** Aggregate carrying amount (see instructions) | 2b(4)(B) | | |
| **(C)** Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result | 2b(4)(C) | | 0 |
| **(5)** Unrealized appreciation (depreciation) of assets: **(A)** Real estate | 2b(5)(A) | | |
| **(B)** Other | 2b(5)(B) | 2010332 | |
| **(C)** Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)** | 2b(5)(C) | | 2010332 |

| | | (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 | | 3380701 |
| **Expenses** | | | |
| e Benefit payment and payments to provide benefits: | | | |
| (1) Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 799313 | |
| (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) | | 799313 |
| 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) | | |
| (3) Investment advisory and management fees | 2i(3) | 2660 | |
| (4) Other | 2i(4) | 149 | |
| (5) Total administrative expenses. Add lines **2i(1)** through **(4)** | 2i(5) | | 2809 |
| j Total expenses. Add all **expense** amounts in column (b) and enter total | 2j | | 802122 |
| **Net Income and Reconciliation** | | | |
| k Net income (loss). Subtract line **2j** from line **2d** | 2k | | 2578579 |
| 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)** [ ] DOL Regulation 2520.103-8 **(2)** [ ] DOL Regulation 2520.103-12(d) **(3)** [X] 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: LUCAS, HORSFALL, MURPHY & PINDROH **(2)** EIN: 95-4659692

**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 | | 1000000 |
| **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 10/01/2022 and ending 09/30/2023

**A** Name of plan
WORLD VARIETY PRODUCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

**B** Three-digit plan number (PN) ▶ 001

**C** Plan sponsor's name as shown on line 2a of Form 5500
WORLD VARIETY PRODUCE, INC.

**D** Employer Identification Number (EIN)
95-3888000

## 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** 799313

**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): 95-3938284

**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_____

World Variety Produce, Inc. Employee Stock Ownership Plan

Financial Statements

As of September 30, 2023

(With Independent Auditor's Report Thereon)

World Variety Produce, Inc. Employee Stock Ownership Plan

Index to Financial Statements

September 30, 2023

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LucasHorsfall
Accountants and Advisors

# INDEPENDENT AUDITOR'S REPORT

To the Trustee and Committee of
World Variety Produce, Inc. Employee Stock Ownership Plan
Glendora, California

**Opinion**
We have audited the accompanying financial statements of World Variety Produce, Inc. Employee Stock Ownership Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of September 30, 2023 and 2022, the related statement of changes in net assets available for benefits for the year ended September 30, 2023, and the related notes to the financial statements.

In our opinion, the financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of September 30, 2023 and 2022, and the changes in net assets available for benefits for the year ended September 30, 2023, in accordance with accounting principles generally accepted in the United States of America.

**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 audit opinion.

**Responsibilities of Management for the Financial Statements**
Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibilities for the Audit of the Financial Statements**
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.

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 Schedules Required by ERISA**
Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of Schedule of Assets (Held at End of Year) - September 30, 2023 and Schedule of Reportable Transactions are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's (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 has been subjected to the 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.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedules is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Lucas, Horsfall, Murphy & Pinkroh, LLP

Pasadena, California
July 12, 2024

World Variety Produce, Inc. Employee Stock Ownership Plan
Statements of Net Assets Available for Benefits
September 30, 2023 and 2022

| | 2023 | 2022 |
|---|---|---|
| **Assets** | | |
| INVESTMENTS, at fair value | | |
| World Variety Produce, Inc. common stock | $ 9,227,842 | $ 9,999,747 |
| Common stocks | 12,292,796 | 9,789,257 |
| Mutual funds | 61,099 | 55,944 |
| Exchange-traded funds | 21,025 | 21,870 |
| U.S. government securities | 1,926,490 | - |
| Cash - interest bearing | 515,593 | 1,631,095 |
| Total investments, at fair value | 24,044,845 | 21,497,913 |
| RECEIVABLES | | |
| Employer contributions | 1,000,000 | 973,806 |
| Accrued dividends | 18,872 | 13,419 |
| Total receivables | 1,018,872 | 987,225 |
| Total assets | 25,063,717 | 22,485,138 |
| **Net assets available for benefits** | $ 25,063,717 | $ 22,485,138 |

See Independent Auditor's Report.
The accompanying notes are an integral part of these financial statements.

World Variety Produce, Inc. Employee Stock Ownership Plan
Statement of Changes in Net Assets Available for Benefits
For the Year Ended September 30, 2023

| | |
|---|---|
| **Additions/(deductions) to net assets attributed to:** | |
| Investment income: | |
| Net appreciation in fair value of investments | $ 2,010,332 |
| Interest and dividend income | 344,175 |
| Total investment income | 2,354,507 |
| Employer contributions | 1,026,194 |
| Total additions | 3,380,701 |
| **Deductions from net assets attributed to:** | |
| Benefits paid to participants | 799,313 |
| Broker fees | 2,809 |
| Total deductions | 802,122 |
| Net increase in net assets | 2,578,579 |
| **Net assets available for benefits:** | |
| Beginning of year | 22,485,138 |
| End of year | $ 25,063,717 |

See Independent Auditor's Report.
The accompanying notes are an integral part of these financial statements.

## (1) DESCRIPTION OF PLAN

The following brief description of the World Variety Produce, Inc. Employee Stock Ownership Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan agreement for complete information.

World Variety Produce, Inc. (the Company) established an Employee Stock Ownership Plan (Plan) effective as of October 1, 1987, most recently amended and restated as of April 1, 2022. The Plan operates as an employee stock ownership plan (ESOP), and is a stock bonus plan under Section 401(a) designed to comply with Section 4975(e)(7) and the regulations thereunder of the Internal Revenue Code of 1986, as amended ("Code") and is subject to the applicable provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan is a continuation of World Variety Produce, Inc. Profit Sharing Plan, which was replaced by the Plan. The Plan is administered by an administrative committee (Committee) as appointed by the Company's Board of Directors. Joe V. Hernandez, the Company's president, is the Plan's trustee.

### Eligibility

Employees of the Company are eligible to participate in the Plan on October lst after completion of six months of employment and attaining age 21. Participants who do not have at least 1,000 hours of service or are not employed on the last working day of a Plan year are generally not eligible for an allocation of Company contributions for such year.

### Employer Contributions

Each year, the amount of the employer contribution, if any, shall be paid in cash, shares of Company stock or other property as determined by the Board of Directors of the Company. For the year ended September 30, 2023, the Board of Directors approved an employer contribution of $1,000,000. Employee contributions are not permitted.

### Participant Accounts

Separate accounts are maintained for each participant for shares of Company stock and other investments. In addition, participants who were in the Company's Profit Sharing Plan have a profit sharing account, reflecting the transfer of such assets to the Plan. Each participant's account is credited as of the last day of each Plan year with an allocation of the employer's contribution, dividend on Company stock, if any, Plan earnings, forfeitures of terminated participants' nonvested accounts, and charged with an allocation of administrative expenses. Only those participants who are eligible employees of the Company as of the last day of the Plan year will receive an allocation of employer's contribution and forfeitures. Employer contributions and Plan forfeitures are allocated to each participant's account based upon the relation of the participant's eligible compensation to total eligible compensation for the Plan year. Forfeitures of terminated nonvested account balances allocated to remaining participants at September 30, 2023 and 2022 totaled $74,571 and $17,901, respectively. Plan earnings and expenses are allocated to each participant's account based on the ratio of the participant's beginning of the year account balance to all participants' beginning of the year account balances, after adjustment for the payment of benefits.

(1) DESCRIPTION OF PLAN (Continued)

Vesting

Participants are fully vested in their accounts if employed by the Company on or after age 65, or become disabled or die while employed by the Company. Otherwise, participants begin vesting at 20 percent after two years of service, increasing 20 percent each year, becoming fully vested after six years of service. Forfeitures are reallocated among the remaining participant's accounts on the first day of the Plan year after the earlier of completion of a five-year break in service or a complete distribution of the entire vested account balance. If a participant is zero percent vested, they are deemed to have been paid their vested account balance upon their termination of employment.

Payment of Benefits

Distributions from the Plan are available only after a participant retires, dies, becomes disabled, or otherwise terminates employment with the Company. Distributions in a participant's Company stock and other investments account are made in cash or in Company stock, or in any combination thereof, as determined by the Committee. Distributions from a participant's profit sharing account are made in a single lump sum cash payment. The amount to be distributed is based upon the account valuation date immediately preceding the distribution. Under the provisions of the Plan, the Company is obligated to repurchase participant shares, which have been distributed under the terms of the Plan if the shares are subject to trading limitations. During the year ended September 30, 2023, the Company repurchased and cancelled 2,675 shares from participants at the price determined by an independent appraisal.

Diversification

Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock into investments which are more diversified. Participants who are at least age 55 with at least 10 years of participation in the Plan may elect to diversify a portion of their account. Diversification is offered to each eligible participant over a six-year period. In each of the first five years, a participant may diversify up to 25 percent of the number of shares allocated to his or her account, less any shares previously diversified. In the sixth year, the percentage changes to 50 percent. Participants who elect to diversify receive a cash distribution in exchange for shares they elect to diversify. As part of diversification, during the year ended September 30, 2023, 29 company stock shares were redeemed.

Put Option

Under federal income tax regulations, the Company stock that is held by the Plan and its participants and is not readily tradable on an established market, or is subject to trading limitations, includes a put option. The put option is a right to demand that the Company buy any shares of its stock distributed to participants for which there is no market. The put price is representative of the fair market value of the stock. The Company can pay for the purchase with interest over a period of five years. The purpose of the put option is to ensure that the participant has the ability to ultimately obtain cash.

(1) DESCRIPTION OF PLAN (Continued)

Voting Rights

The Trustee, as directed by the Committee, usually decides how shares of Company stock held by the ESOP will be voted. However, in certain important corporate matters presented to Company shareholders for a vote, such as any corporate merger or consolidation, recapitalization, reclassification, liquidation, dissolution, or sale of substantially all assets of a trade or business, the participant will have the right to decide how shares of Company stock allocated to his or her Company stock account will be voted.

Administrative Expenses

Costs in administrating the Plan and expenses of the Trust are normally paid by the Company, at its option. Investment expenses (primarily broker fees related to the purchase and sale of stocks) are paid by the Plan.

Plan Termination

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

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

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

Use of Estimates

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

Cash and Cash Equivalents

The Plan maintains cash balances at financial institutions that are secured by the Federal Deposit Insurance Corporation up to $250,000 per institution. As of September 30, 2023 and 2022, the Plan had uninsured cash balances of $3,853 and $689,541, respectively.

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. See Note 4 for discussion of fair value measurements. Dividend income is accrued on the ex-dividend date. Purchases and sales of securities are recorded on a trade-date basis. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Benefits Paid to Participants

Benefits are recorded when paid or upon distribution of shares.

Non-Participant-Directed Investments

All investments included in these financial statements are considered non-participant-directed investments.

(3) SPONSOR COMPANY COMMON STOCK

The Plan's investment in Company common stock at September 30, 2023 and 2022 are as follows:

| | 2023 | 2022 |
|---|---|---|
| Number of Shares | 30,795 | 33,471 |
| Cost | $ 679,790 | $ 738,849 |
| Fair Value | $ 9,227,842 | $ 9,999,747 |

(4) FAIR VALUE MEASUREMENTS

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

Level 1 - Quoted prices are available in active markets for identical investments as of the reporting date. The type of investments in Level 1 include listed equities and other securities held in the name of the Plan, and exclude listed equities and other securities held indirectly through commingled funds.

(4) FAIR VALUE MEASUREMENTS (Continued)

Level 2 - Pricing inputs, including broker quotes, are generally those other than exchange quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies.

Level 3 - Pricing inputs are unobservable for the investment and include situations where there is little, if any market activity for the investment. The inputs into the determination of fair value require significant management judgment or estimation. Investments that are included in this category generally include privately held investments and partnership interests.

The investment asset 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 tables summarize the fair value measurement information of the Plan's investments by the above categories as of September 30, 2023 and 2022:

| September 30, 2023 | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| Sponsor company common stock | $ - | $ - | $ 9,227,842 | $ 9,227,842 |
| Common stocks | 12,292,796 | - | - | 12,292,796 |
| Mutual funds | 61,099 | - | - | 61,099 |
| Exchange-traded funds | 21,025 | - | - | 21,025 |
| U.S. government securities | - | 1,926,490 | - | 1,926,490 |
| Cash - interest bearing | 515,593 | - | - | 515,593 |
| Investments, at fair value | $ 12,890,513 | $ 1,926,490 | $ 9,227,842 | $ 24,044,845 |

| September 30, 2022 | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| Sponsor company common stock | $ - | $ - | $ 9,999,747 | $ 9,999,747 |
| Common stocks | 9,789,257 | - | - | 9,789,257 |
| Mutual funds | 55,944 | - | - | 55,944 |
| Exchange-traded funds | 21,870 | - | - | 21,870 |
| Cash - interest bearing | 1,631,095 | - | - | 1,631,095 |
| Investments, at fair value | $ 11,498,166 | $ - | $ 9,999,747 | $ 21,497,913 |

(4) FAIR VALUE MEASUREMENTS (Continued)

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 September 30, 2023 and 2022.

- Common stocks are valued at the closing price reported on the active market on which the individual securities are traded.

- Mutual and exchange-traded funds are valued at the daily closing price as reported by the fund. These funds are required to publish their daily net asset value and to transact at that price. The mutual and exchange-traded funds held by the Plan are deemed to be actively traded.

- U.S. government securities are valued using a market approach on yields currently available on comparable securities of issuers with similar credit ratings.

- Cash - interest bearing is valued at the respective bank balance which reflects its fair value.

The Company common stock held by the Plan is valued at estimated fair value based upon appraisals performed by an independent firm who specializes in such valuations. The appraisals were based upon a combination of the market and income valuation techniques consistent with prior years. For the income valuation technique, the unobservable inputs consist of EBITDA, free cash flow, weighted average cost of capital and discount rates for lack of control and lack of marketability. For the market valuation technique, the unobservable inputs consist of public comparables, revenue multiple and EBITDA multiples and discount rates for lack of control and lack of marketability.

The valuation process involves the Plan trustee's selection of an independent appraiser. Plan management accumulates the data for the appraiser from historical and projected financial information of the Company. The appraiser prepares a report of estimated per share value that a participant will receive upon distribution. The appraiser prepares a preliminary report which the Plan trustee, as assisted by plan management, reviews, discusses and approves.

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.

*Changes in Fair Value of Level 3 Assets*

The Plan had no purchases and issues of level 3 assets during the year ended September 30, 2023.

The Plan's policy is to recognize transfers into or out of Level 3 as of the date of the event or change in circumstances that caused the transfer. For the year ended December 31, 2023, there were no significant transfers into or out of Level 3.

## (5) TAX STATUS

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated September 7, 2022, that the Plan is qualified and the trust established under the Plan is tax-exempt, under the applicable sections of the Code. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan administrator believes that the Plan is currently designed and being operated in compliance with the Code, and therefore believes that the Plan is qualified and the related trust was tax-exempt as of the financial statement date.

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

## (6) RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

The Plan invests in the Company common stock which is a related party and party-in-interest transaction. As described in Note 1, the Company pays most of the Plan expenses. The Plan has a number of service providers. Such providers are parties in interest under ERISA.

The Plan has certain investments in bank interest-bearing cash accounts which are affiliated to the investment advisor. These investments qualify as allowable party-in-interest transactions. Fees paid by the Plan for investment advisor services amounted to $2,809 for the year ended September 30, 2023.

## (7) RISKS AND UNCERTAINTIES

The Plan has investments in various investment securities, including a significant investment in the Company common stock. Investment securities are exposed to various risks such as interest rate, market, and credit risks. In addition, the Plan's investment in Company common stock is also exposed to risks around the valuation assumptions based on earnings, cash flows, and/or other such items. Due to the level of risk associated with investment securities, including uncertainties inherent in the estimations and assumptions process related to the Plan's investment in Company common stock, it is at least reasonably possible that changes in the value of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

## (8) SUBSEQUENT EVENTS

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through July 12, 2024, which is the date the financial statements were available to be issued.

World Variety Produce, Inc. Employee Stock Ownership Plan
EIN - 95-3888000, Plan #001
Schedule of Assets (Held at End of Year)
(Schedule H, Line 4i)
September 30, 2023

| (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 |
|---|---|---|---|---|
| * | World Variety Produce, Inc. | 30,795 Common Stock | $ 679,790 | $ 9,227,842 |
| | 3M Co. | 1,000 Common Stock | 94,583 | 93,620 |
| | Abbvie | 1,000 Common Stock | 102,600 | 149,060 |
| | Advanced Micro | 300 Common Stock | 26,349 | 30,846 |
| | Amer Express Inc | 200 Common Stock | 16,172 | 29,838 |
| | Anheuser Busch | 200 Common Stock | 21,651 | 11,060 |
| | Apple | 2,000 Common Stock | 243,082 | 342,420 |
| | Applied Materials Inc | 600 Common Stock | 14,250 | 83,070 |
| | AT&T Inc. | 22,800 Common Stock | 461,964 | 342,456 |
| | Avangrid Inc. | 400 Common Stock | 15,101 | 12,068 |
| | Bank of America | 14,800 Common Stock | 343,248 | 405,224 |
| | Blackstone | 2,000 Common Stock | 218,640 | 214,280 |
| | BP PLC | 1,300 Common Stock | 47,109 | 50,336 |
| | Bristol Myers | 1,500 Common Stock | 89,655 | 87,060 |
| | Campbell Soup Co | 300 Common Stock | 10,400 | 12,324 |
| | Carrier Global Corp | 300 Common Stock | 18,570 | 16,560 |
| | Chevron Corp | 4500 Common Stock | 457,223 | 758,790 |
| | CISCO SYS Inc | 2,100 Common Stock | 66,060 | 112,896 |
| | Citigroup Inc. | 11,582 Common Stock | 776,236 | 476,367 |
| | Coca Cola Co | 1500 Common Stock | 64,744 | 83,970 |
| | Colgate Palmolive Co | 200 Common Stock | 13,668 | 14,222 |
| | Comcast Corp New | 1,000 Common Stock | 31,607 | 44,340 |
| | ConocoPhillips | 600 Common Stock | 37,662 | 71,880 |
| | CVS Health Corp | 1,000 Common Stock | 60,394 | 69,820 |
| | Exxon Mobil | 5,100 Common Stock | 321,439 | 599,658 |
| | Ford Motor Company | 10,500 Common Stock | 124,045 | 130,410 |
| | GE Healthcare Tech. Inc. | 370 Common Stock | 37,459 | 25,175 |
| | General Electric Co | 1,112 Common Stock | 125,553 | 122,932 |
| | General Mills Inc | 800 Common Stock | 44,947 | 51,192 |
| | Halliburton | 600 Common Stock | 29,480 | 24,300 |
| | Intel Group | 3,800 Common Stock | 118,826 | 135,090 |
| | Johnson & Johnson Com | 200 Common Stock | 20,039 | 31,150 |
| | Kinder Morgan Inc | 16,200 Common Stock | 285,185 | 268,596 |
| | Kroger Company | 1,000 Common Stock | 21,708 | 44,750 |
| | Lumentum Holdings | 300 Common Stock | 26,800 | 13,554 |

See Independent Auditor's Report.

World Variety Produce, Inc. Employee Stock Ownership Plan
EIN - 95-3888000, Plan #001
Schedule of Assets (Held at End of Year)
(Schedule H, Line 4i) (Continued)
September 30, 2023

| (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 |
|---|---|---|---|---|
| | Macy's Inc. | 23,000 Common Stock | 298,796 | 267,030 |
| | Marathon Oil Corp | 500 Common Stock | 6,399 | 13,375 |
| | Marvell Technology | 2,300 Common Stock | 130,544 | 124,499 |
| | Merck & Co | 8,500 Common Stock | 601,494 | 875,075 |
| | Meta Platforms Inc | 600 Common Stock | 17,320 | 180,126 |
| | Micron Technology Inc. | 2,000 Common Stock | 134,693 | 136,060 |
| | Microsoft Corp | 3,600 Common Stock | 523,873 | 1,136,700 |
| | Mondelez Intl Inc | 1,500 Common Stock | 61,556 | 104,100 |
| | Motorola Solutions Inc. | 1,335 Common Stock | 110,294 | 363,440 |
| | Morgan Stanley | 4,000 Common Stock | 341,022 | 326,680 |
| | Nividia Corp | 2,400 Common Stock | 207,993 | 1,043,976 |
| | Occidental Petroleum Corp. | 2,250 Common Stock | 97,474 | 140,572 |
| | Organan & Co. | 850 Common Stock | 30,111 | 14,756 |
| | OTIS Worldwide Corp | 150 Common Stock | 930 | 12,047 |
| | Paramount Global | 3,000 Common Stock | 170,896 | 48,400 |
| | Pepsico Inc. | 1,700 Common Stock | 166,141 | 288,048 |
| | Pfizer Inc | 8,000 Common Stock | 268,932 | 265,360 |
| | Procter & Gamble Co | 1,000 Common Stock | 81,373 | 145,860 |
| | Qualcomm | 1,300 Common Stock | 180,367 | 144,378 |
| | Raytheon Technologies Corp | 1,300 Common Stock | 78,864 | 93,561 |
| | Safeguard Scientific Inc | 50 Common Stock | 13,800 | 50 |
| | Shell | 900 Common Stock | 59,005 | 57,942 |
| | Sprouts Farmers Markets Inc | 4,000 Common Stock | 95,472 | 171,200 |
| | Starbucks Corp | 500 Common Stock | 27,053 | 45,635 |
| | Tanger Factory Outlet Centers Inc | 250 Common Stock | 6,222 | 5,650 |
| | T-mobile | 300 Common Stock | 37,718 | 42,015 |
| | Verizon Communications | 16,000 Common Stock | 727,162 | 518,560 |
| | Viatris | 558 Common Stock | 8,106 | 5,502 |
| | Vornado Realty Trust | 5,000 Common Stock | 143,550 | 113,400 |
| | Wabtec Inc. | 15 Common Stock | 1,171 | 1,594 |
| | Walmart Inc | 2,250 Common Stock | 237,669 | 359,843 |
| | Walt Disney Co | 1400 Common Stock | 167,579 | 113,470 |
| | Warner Bros Discovery Inc | 4,788 Common Stock | 130,499 | 51,998 |
| | Wells Fargo & Co | 3,000 Common Stock | 132,948 | 122,580 |
| | ALPS ETF Trust Alerian MLP | 50 Exchange Traded Fund | 2,924 | 2,110 |

See Independent Auditor's Report.

World Variety Produce, Inc. Employee Stock Ownership Plan
EIN - 95-3888000, Plan #001
Schedule of Assets (Held at End of Year)
(Schedule H, Line 4i) (Continued)
September 30, 2023

| (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 |
|---|---|---|---|---|
| | Vanguard Real Estate ETF | 250 Exchange Traded Fund | 19,821 | 18,915 |
| | Vanguard High-Yield Corp Fund | 11,910 Mutual Fund | 73,719 | 61,099 |
| | U.S. Treasury Bill | Matures 5/16/24, at Par Value of $1,000,000 | 951,396 | 966,980 |
| | U.S. Treasury Bill | Matures 9/5/24, at Par Value of $500,000 | 475,318 | 475,605 |
| | U.S. Treasury Note | Rate 2.125%, Matures 9/30/24, at Par Value of $500,000 | 479,258 | 483,905 |
| * | UBS Bank | Cash - interest bearing | 307,802 | 307,802 |
| * | Wells Fargo Bank | Cash - interest bearing | 207,791 | 207,791 |
| | Total | | $12,881,294 | $ 24,044,845 |

* Party in interest as defined by ERISA.

See Independent Auditor's Report.

World Variety Produce, Inc. Employee Stock Ownership Plan
EIN - 95-3888000, Plan #001
Schedule of Reportable Transactions
(Schedule H, Line 4j)
September 30, 2023

| | (a) Identity of party involved | (b) Description of Asset, Including Rate of Interest and Maturity in Case of Loans | (c) Purchase Price | (d) Selling Price | (e) Lease Rental | (f) Expense Incurred With Transaction | (g) Cost of Asset | (h) Current Value of Assets on Transaction Date | (i) Net Gain (Loss) |
|---|---|---|---|---|---|---|---|---|---|
| * | Wells Fargo Bank Account | Cash | $1,000,622 | $ - | $ - | $ - | $1,000,622 | $1,000,622 | $ - |
| * | Wells Fargo Bank Account | Cash | $ - | $ 1,088,001 | $ - | $ - | $1,088,001 | $1,088,001 | $ - |
| * | UBS Insured Sweep Account | Cash | $1,444,166 | $ - | $ - | $ - | $1,444,166 | $1,444,166 | $ - |
| * | UBS Insured Sweep Account | Cash | $ - | $ 2,079,372 | $ - | $ - | $2,079,372 | $2,079,372 | $ - |

* Party in interest as defined by ERISA.

(a) Represents transactions or a series of transactions in excess of 5% of the fair value of plan assets at the beginning of the year.

See Independent Auditor's Report.

# 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 10/01/2022 and ending 09/30/2023

**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
WORLD VARIETY PRODUCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

**1b** Three-digit plan number (PN) ▶ 001

**1c** Effective date of plan 02/08/1983

**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)

WORLD VARIETY PRODUCE, INC.

5325 SOUTH SOTO STREET

VERNON CA 90058-3624

**2b** Employer Identification Number (EIN) 95-3888000

**2c** Plan Sponsor's telephone number 323-588-0151

**2d** Business code (see instructions) 424400

**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** | Lee A. Zeller | 07/15/2024 | LEE ZELLER |
| | **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 |

| | | |
|---|---|---|
| **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:<br>**a** Sponsor's name<br>**c** Plan Name | **4b** EIN<br>**4d** PN | |
| **5** Total number of participants at the beginning of the plan year | **5** | 517 |
| **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)** | 434 |
| **a(2)** Total number of active participants at the end of the plan year | **6a(2)** | 400 |
| **b** Retired or separated participants receiving benefits | **6b** | 0 |
| **c** Other retired or separated participants entitled to future benefits | **6c** | 56 |
| **d** Subtotal. Add lines **6a(2)**, **6b**, and **6c**. | **6d** | 456 |
| **e** Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. | **6e** | 1 |
| **f** Total. Add lines **6d** and **6e**. | **6f** | 457 |
| **g** Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | **6g** | 454 |
| **h** Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested | **6h** | 11 |
| **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:
2I 2O 3D 3I

**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) | [ ] Insurance | (1) | [ ] 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** | | **b General Schedules** | |
|---|---|---|---|
| (1) | [X] **R** (Retirement Plan Information) | (1) | [X] **H** (Financial Information) |
| (2) | [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary | (2) | [ ] **I** (Financial Information – Small Plan) |
| | | (3) | [ ] **A** (Insurance Information) |
| | | (4) | [X] **C** (Service Provider Information) |
| (3) | [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary | (5) | [ ] **D** (DFE/Participating Plan Information) |
| | | (6) | [ ] **G** (Financial Transaction Schedules) |

World Variety Produce, Inc. Employee Stock Ownership Plan
EIN - 95-3888000, Plan #001
Schedule of Reportable Transactions
(Schedule H, Line 4j)
September 30, 2023

| | (a) Identity of party involved | (b) Description of Asset, Including Rate of Interest and Maturity in Case of Loans | (c) Purchase Price | (d) Selling Price | (e) Lease Rental | (f) Expense Incurred With Transaction | (g) Cost of Asset | (h) Current Value of Assets on Transaction Date | (i) Net Gain (Loss) |
|---|---|---|---|---|---|---|---|---|---|
| * | Wells Fargo Bank Account | Cash | $1,000,622 | $ - | $ - | $ - | $1,000,622 | $1,000,622 | $ - |
| * | Wells Fargo Bank Account | Cash | $ - | $ 1,088,001 | $ - | $ - | $1,088,001 | $1,088,001 | $ - |
| * | UBS Insured Sweep Account | Cash | $1,444,166 | $ - | $ - | $ - | $1,444,166 | $1,444,166 | $ - |
| * | UBS Insured Sweep Account | Cash | $ - | $ 2,079,372 | $ - | $ - | $2,079,372 | $2,079,372 | $ - |

* Party in interest as defined by ERISA.

(a) Represents transactions or a series of transactions in excess of 5% of the fair value of plan assets at the beginning of the year.

See Independent Auditor's Report.

World Variety Produce, Inc. Employee Stock Ownership Plan
EIN - 95-3888000, Plan #001
Schedule of Assets (Held at End of Year)
(Schedule H, Line 4i)
September 30, 2023

| (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 |
|---|---|---|---|---|
| * | World Variety Produce, Inc. | 30,795 Common Stock | $ 679,790 | $ 9,227,842 |
| | 3M Co. | 1,000 Common Stock | 94,583 | 93,620 |
| | Abbvie | 1,000 Common Stock | 102,600 | 149,060 |
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| | Amer Express Inc | 200 Common Stock | 16,172 | 29,838 |
| | Anheuser Busch | 200 Common Stock | 21,651 | 11,060 |
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| | Applied Materials Inc | 600 Common Stock | 14,250 | 83,070 |
| | AT&T Inc. | 22,800 Common Stock | 461,964 | 342,456 |
| | Avangrid Inc. | 400 Common Stock | 15,101 | 12,068 |
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EIN - 95-3888000, Plan #001
Schedule of Assets (Held at End of Year)
(Schedule H, Line 4i) (Continued)
September 30, 2023

| (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 |
|---|---|---|---|---|
| | Macy's Inc. | 23,000 Common Stock | 298,796 | 267,030 |
| | Marathon Oil Corp | 500 Common Stock | 6,399 | 13,375 |
| | Marvell Technology | 2,300 Common Stock | 130,544 | 124,499 |
| | Merck & Co | 8,500 Common Stock | 601,494 | 875,075 |
| | Meta Platforms Inc | 600 Common Stock | 17,320 | 180,126 |
| | Micron Technology Inc. | 2,000 Common Stock | 134,693 | 136,060 |
| | Microsoft Corp | 3,600 Common Stock | 523,873 | 1,136,700 |
| | Mondelez Intl Inc | 1,500 Common Stock | 61,556 | 104,100 |
| | Motorola Solutions Inc. | 1,335 Common Stock | 110,294 | 363,440 |
| | Morgan Stanley | 4,000 Common Stock | 341,022 | 326,680 |
| | Nividia Corp | 2,400 Common Stock | 207,993 | 1,043,976 |
| | Occidental Petroleum Corp. | 2,250 Common Stock | 97,474 | 140,572 |
| | Organan & Co. | 850 Common Stock | 30,111 | 14,756 |
| | OTIS Worldwide Corp | 150 Common Stock | 930 | 12,047 |
| | Paramount Global | 3,000 Common Stock | 170,896 | 48,400 |
| | Pepsico Inc. | 1,700 Common Stock | 166,141 | 288,048 |
| | Pfizer Inc | 8,000 Common Stock | 268,932 | 265,360 |
| | Procter & Gamble Co | 1,000 Common Stock | 81,373 | 145,860 |
| | Qualcomm | 1,300 Common Stock | 180,367 | 144,378 |
| | Raytheon Technologies Corp | 1,300 Common Stock | 78,864 | 93,561 |
| | Safeguard Scientific Inc | 50 Common Stock | 13,800 | 50 |
| | Shell | 900 Common Stock | 59,005 | 57,942 |
| | Sprouts Farmers Markets Inc | 4,000 Common Stock | 95,472 | 171,200 |
| | Starbucks Corp | 500 Common Stock | 27,053 | 45,635 |
| | Tanger Factory Outlet Centers Inc | 250 Common Stock | 6,222 | 5,650 |
| | T-mobile | 300 Common Stock | 37,718 | 42,015 |
| | Verizon Communications | 16,000 Common Stock | 727,162 | 518,560 |
| | Viatris | 558 Common Stock | 8,106 | 5,502 |
| | Vornado Realty Trust | 5,000 Common Stock | 143,550 | 113,400 |
| | Wabtec Inc. | 15 Common Stock | 1,171 | 1,594 |
| | Walmart Inc | 2,250 Common Stock | 237,669 | 359,843 |
| | Walt Disney Co | 1400 Common Stock | 167,579 | 113,470 |
| | Warner Bros Discovery Inc | 4,788 Common Stock | 130,499 | 51,998 |
| | Wells Fargo & Co | 3,000 Common Stock | 132,948 | 122,580 |
| | ALPS ETF Trust Alerian MLP | 50 Exchange Traded Fund | 2,924 | 2,110 |

See Independent Auditor's Report.

World Variety Produce, Inc. Employee Stock Ownership Plan
EIN - 95-3888000, Plan #001
Schedule of Assets (Held at End of Year)
(Schedule H, Line 4i) (Continued)
September 30, 2023

| (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 |
|---|---|---|---|---|
| | Vanguard Real Estate ETF | 250 Exchange Traded Fund | 19,821 | 18,915 |
| | Vanguard High-Yield Corp Fund | 11,910 Mutual Fund | 73,719 | 61,099 |
| | U.S. Treasury Bill | Matures 5/16/24, at Par Value of $1,000,000 | 951,396 | 966,980 |
| | U.S. Treasury Bill | Matures 9/5/24, at Par Value of $500,000 | 475,318 | 475,605 |
| | U.S. Treasury Note | Rate 2.125%, Matures 9/30/24, at Par Value of $500,000 | 479,258 | 483,905 |
| * | UBS Bank | Cash - interest bearing | 307,802 | 307,802 |
| * | Wells Fargo Bank | Cash - interest bearing | 207,791 | 207,791 |
| | Total | | $12,881,294 | $ 24,044,845 |

* Party in interest as defined by ERISA.

See Independent Auditor's Report.