

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.) ☒ 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 WORKRISE TECHNOLOGIES, INC. 401(K) PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 01/01/2018
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) WORKRISE TECHNOLOGIES, INC. 111 CONGRESS AVE. SUITE 1300 AUSTIN, TX 78701
2b	Employer Identification Number (EIN) 46-5175744
2c	Plan Sponsor's telephone number 512-501-5452
2d	Business code (see instructions) 541600

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.	07/19/2024	LIRAN SENDER
	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 ☒ 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 3364
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) 2688 6a(2) 1913 6b 4 6c 667 6d 2584 6e 1 6f 2585 6g(1) 1486 6g(2) 1604 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7

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

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

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

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
---	---

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary
- (4) ☐ **DCG** (Individual Plan Information) – Number Attached _____
- (5) ☐ **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information) – Number Attached 0
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 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 C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 WORKRISE TECHNOLOGIES, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 WORKRISE TECHNOLOGIES, INC.	D Employer Identification Number (EIN) 46-5175744	

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
FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

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

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

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

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

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

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

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

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

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

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

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

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)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
37 60 64 65	RECORDKEEPER	127144	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

WELLS FARGO CLEARING SERVICES LLC

23-2384840

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	46390	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

SAVILLE, DODGEN AND COMPANY, PLLC

90-0525804

(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?
10	ACCOUNTANT/AUDITOR	9000	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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.	
BARON GROWTH INST - SS&C GIDS, INC 2000 CROWN COLONY DRIVE QUINCY, MA 02169	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.	
CALV EMRG MKTS EQ I - DST ASSET MA 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.	
FH KAUFMANN SM CP IS - SS&C GIDS, 2000 CROWN COLONY DRIVE QUINCY, MA 02169	0.35%	

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.	
NUANCE MDCPVL INST - U.S. BANCORP 615 EAST MICHIGAN STREET, MILWAUKEE, WISCONSIN 53202 MILWAUKEE, WI 53201	0.15%	
(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:

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

Part II Information on Participating Plans (to be completed by DFEs, other than DCGs)

(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

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 WORKRISE TECHNOLOGIES, INC. 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 WORKRISE TECHNOLOGIES, INC.	D Employer Identification Number (EIN) 46-5175744	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	79301	84394
(2) Participant contributions	1b(2)	183461	208355
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2769	367504
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	628822	1088844
(9) Value of interest in common/collective trusts	1c(9)	1354514	1352319
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	44433155	56768927
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	0	0
(15) Other	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	46682022	59870343
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	46682022	59870343

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)	3908132	
(B) Participants	2a(1)(B)	9682235	
(C) Others (including rollovers)	2a(1)(C)	1150447	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		14740814
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	24678	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	54594	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		79272
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1248823	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1248823
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(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)	0	
(B) Other	2b(5)(B)	0	
(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)		43002
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		7185842
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		23297753

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	9905163	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		9905163
f Corrective distributions (see instructions)	2f		17678
g Certain deemed distributions of participant loans (see instructions)	2g		4057
h Interest expense	2h		0
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Recordkeeping fees.....	2i(3)	127144	
(4) IQPA audit fees.....	2i(4)	9000	
(5) Investment advisory and investment management fees	2i(5)	46390	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)	0	
(8) Legal fees	2i(8)	0	
(9) Valuation/appraisal fees	2i(9)	0	
(10) Other trustee fees and expenses	2i(10)	0	
(11) Other expenses	2i(11)	0	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		182534
j Total expenses. Add all expense amounts in column (b) and enter total	2j		10109432

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		13188321
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

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: **SAVILLE CPAS AND ADVISORS, LLC**

(2) EIN: **90-0525804**

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.)	☒	☐	6209
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.)	☐	☒	
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.)	☐	☒	
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.)	☐	☒	
e Was this plan covered by a fidelity bond?	☒	☐	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?	☐	☒	
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?	☐	☒	
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?	☐	☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒	☐	
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.)	☐	☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	☐	☒	
l Has the plan failed to provide any benefit when due under the plan?	☒	☐	1342
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 _____.

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 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 WORKRISE TECHNOLOGIES, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 WORKRISE TECHNOLOGIES, INC.	D Employer Identification Number (EIN) 46-5175744	

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.....	
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): 04-6568107	
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	

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) 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) 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)	14a 14b 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 b The corresponding number for the second preceding plan year	15a 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 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	16a 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) and (b): a Enter the percentage of plan assets held as: Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____% High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____% b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets: ☐ 0-5 years ☐ 5-10 years ☐ 10-15 years ☐ 15 years or more	
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. _____	

Part VII	IRS Compliance Questions
-----------------	---------------------------------

21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No 21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2). ☒ Design-based safe harbor method ☐ "Prior year" ADP test ☒ "Current year" ADP test ☐ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter <u>06 / 30 / 2020</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q702438A</u> .	

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
FINANCIAL STATEMENTS
AND INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2023



INDEPENDENT AUDITORS' REPORT

Those Charged with Plan Governance,
Plan Participants, and Beneficiaries
Workrise Technologies, Inc. 401(k) Plan
Austin, TX

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

We have performed audits of the financial statements of Workrise Technologies, Inc. 401(k) Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, 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's) Rules and Regulations and Reporting and Disclosures under ERISA. 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, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audit and on the procedures performed as described in the Auditors' Responsibilities for the Audit of the Financial Statements section:

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

Basis for Opinion

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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our 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 for one year after the date that the financial statements were available to be issued.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with 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 certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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

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

Other Matters

Supplemental Schedules Required by ERISA

The supplemental schedules of Form 5500, Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) as of December 31, 2023 and Form 5500, Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions as of December 31, 2023, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Saville CPAs and Advisors, LLC

Saville CPAs and Advisors, LLC
Dallas, Texas

July 19, 2024

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2023 AND 2022

	<u>ASSETS</u>	
	<u>2023</u>	<u>2022</u>
Investments, at fair value	\$ 58,488,750	\$ 45,790,438
Receivables		
Participants' contributions	208,355	183,461
Employer's contributions	84,394	79,301
Notes receivable from participants	<u>1,088,844</u>	<u>628,822</u>
Total receivables	<u>1,381,593</u>	<u>891,584</u>
 TOTAL ASSETS	 <u><u>\$ 59,870,343</u></u>	 <u><u>\$ 46,682,022</u></u>
	 <u>LIABILITIES</u>	
 TOTAL LIABILITIES	 <u>\$ -</u>	 <u>\$ -</u>
 NET ASSETS AVAILABLE FOR BENEFITS	 <u><u>\$ 59,870,343</u></u>	 <u><u>\$ 46,682,022</u></u>

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2023

CONTRIBUTIONS:

Participants	\$ 9,682,235
Employer	3,908,132
Rollovers	1,150,447
Total contributions	<u>14,740,814</u>

INVESTMENT INCOME:

Dividend and interest income	1,273,501
Net appreciation in fair value of investments	7,228,844
Interest income on notes receivable from participants	54,594
Total investment income	<u>8,556,939</u>

DEDUCTIONS:

Benefits paid to participants	9,922,841
Deemed distribution of participant loans	4,057
Administrative expenses	182,534
Total deductions	<u>10,109,432</u>

NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	13,188,321
---	------------

NET ASSETS AVAILABLE FOR BENEFITS, beginning of year	<u>46,682,022</u>
--	-------------------

NET ASSETS AVAILABLE FOR BENEFITS, end of year	<u><u>\$ 59,870,343</u></u>
--	-----------------------------

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023

1. DESCRIPTION OF PLAN

The following description of the Workrise Technologies, Inc. 401(k) Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan is a single employer defined contribution plan covering substantially all employees, except employees covered by a collective bargaining agreement, nonresident aliens, and interns of Workrise Technologies, Inc., or any affiliate who has adopted the Plan (collectively, the “Sponsor” or the “Company”). Participants are eligible to enter the Plan immediately upon attainment of age 21.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan originally began on January 1, 2018. Participants from these employers are considered terminated and have the ability to have their assets distributed in accordance with the Plan document.

Plan Amendment

Effective November 10, 2023, the Plan was amended to remove HCS Renewable Energy LLC, National Skilled Trade Masters LLC, and RUSCO Operating LLC as participating employers.

Contributions

Participants may elect to contribute a percentage or dollar amount of their eligible compensation as defined by the Plan. Participants who have attained age 50 before the end of the Plan year are also eligible to make catch up contributions. Participants may select from pre-tax or Roth deferrals. These contributions are tax deferred elective contributions and are subject to annual limitations established by the Internal Revenue Service (IRS). Participants may also contribute amounts representing distributions from other qualified retirement plans.

For participants employed 90 days and contributing to the Plan, the Company has elected to make matching contributions in compliance with safe harbor Plan requirements. The employer matching contribution is equal to 100% of the first 3% of eligible compensation contributed to the Plan and 50% on the next 2% of eligible compensation contributed to the Plan. The Company made safe harbor matching contributions totaling approximately \$3,908,000, for the year ended December 31, 2023. The Company may also elect to make profit sharing contributions (non-elective contributions) equaling an amount established by management on an annual basis. No profit sharing contributions for the year ended December 31, 2023 were made.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

1. DESCRIPTION OF PLAN (CONTINUED)

Investments

Plan participants have the opportunity to direct the investment decisions relating to the assets in their individual account balance. Currently, the Plan offers several investment choices. Participants may change their investment options for future contributions at any time.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's matching contribution, (b) the Company's profit sharing contribution, if any, (c) Plan earnings or losses, and (d) charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the amount that can be provided from the participant's vested account balance.

Vesting

Participants are immediately vested in their voluntary contributions and the Company's safe harbor matching and non-elective contributions plus actual earnings thereon. Matching contributions from merged-in plans follow vesting in accordance with Vesting Addendum to the Plan.

Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of 50% of their vested account balance or \$50,000. One loan may be outstanding at a time. Loan principal and interest is generally repaid through payroll deductions and is reinvested in the participant's account according to the individual's investment election. Loan terms generally may not exceed five years but may be longer for the purchase of a primary residence. Loans are secured by the balances in the participant's accounts and bear interest rates of 1% plus Prime Rate ranging from 4.25% to 9.50%. Any loan origination fees will be described in the loan application form and will be included in administrative expenses on the statement of changes in net assets available for benefits.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

1. DESCRIPTION OF PLAN (CONTINUED)

Payment of Benefits

Distributions generally will be made in the event of retirement, death, disability, resignation, or dismissal. Vested account balances can be distributed by transferring the balance to a different trustee (i.e., rollover) or lump-sum distribution. Vested account balances that do not exceed \$5,000 will be subject to automatic distribution without participants' consent. All other accounts must receive participant consent before a distribution to the participant can occur.

Certain in-service withdrawals are allowed. A participant may also elect to withdraw all or a portion of their vested account balance while employed after reaching age 59.5. Hardship withdrawals are allowed only for immediate and heavy financial needs for reasons defined by the Plan document.

Forfeitures

Participants are immediately vested in employer safe harbor matching contributions. Forfeitures incurred were due to overfunded employer match contributions or from forfeited matching contributions from merged-in plans. As of December 31, 2023 and 2022, forfeitures available for use totaled \$11,269 and \$19, respectively, and are included in investments at fair value on the statement of net assets available for benefits. Forfeitures incurred for the year ended December 31, 2023 totaled approximately \$29,428. No forfeitures were used to reduce employer contributions during the Plan year ended December 31, 2023. Forfeitures used to pay administrative expenses and audit fees totaled approximately \$19,832.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements for the Plan are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States (GAAP).

Use of Estimates

The preparation of financial statements in accordance with GAAP requires the Plan's management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results may vary from those estimates.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. The net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Note Receivable from Participants

Notes receivable from participants are recorded at their unpaid principal balance plus accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2023 and 2022, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the Plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Payment of Benefits and Receipt of Contributions

Benefits paid to participants are recorded when paid. Contributions are recorded when deemed a receivable by the Plan.

Administrative Expenses

Fees and expenses charged to the Plan fall into three categories. Investment fees are generally assessed as a percentage of assets invested and are deducted directly from investment returns. Plan administration fees cover the day-to-day expenses of the Plan. In some cases, these costs are covered by investment fees that are deducted directly from investment returns. In other cases, these administrative fees are either paid directly by the Company or are charged as a record-keeping fee to participant accounts. Transaction based fees are associated with optional services offered under the Plan and are charged directly to participant accounts.

Administrative expenses amounted to approximately \$182,500 for the year ended December 31, 2023 and are included in administrative expenses on the statement of changes in net assets available for benefits.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

3. INFORMATION PREPARED AND CERTIFIED BY PLAN CUSTODIAN

The Plan Sponsor has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL's) Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company, the Custodian of the Plan, has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- a. Investments, at fair value, and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2023 and 2022.
- b. Dividend and interest income, net appreciation in fair value of investments, and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits, for the year ended December 31, 2023.
- c. The Form 5500, Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2023, as shown in the supplemental schedule.

The Plan's independent public accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

4. FAIR VALUE MEASUREMENTS

Valuation techniques used to measure fair value use a hierarchy, which 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 are described as follows:

Level 1 – Quoted prices in active markets for identical assets or liabilities

Level 2 – Valuations based on inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly, such as quoted prices in markets that are not active; other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Valuations based on inputs that are unobservable and significant to the overall measurement.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

The assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the classification of assets and liabilities within the fair value hierarchy. Because of the long-term nature of certain assets and liabilities measured at fair value as well as differences in the availability of market prices and market liquidity over their terms, inputs for some assets and liabilities may fall into any one of the three levels in the fair value hierarchy. GAAP requires us to classify these assets and liabilities in the lowest level in the hierarchy for which inputs are significant to the fair value measurement; a portion of that measurement may be determined using inputs from a higher level in the hierarchy.

The availability of valuation techniques and observable inputs can vary from investment to investment and is affected by a wide array of factors. In certain cases, the inputs used to measure fair value may fall into different levels of the hierarchy. For disclosure purposes, the level in the hierarchy within which the fair value measure in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement. The estimated values do not necessarily represent the amounts that may be ultimately realized due to the occurrence of future circumstances that cannot be reasonably determined.

To the extent that a specific valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. As such, the degree of judgment exercised by the Plan in determining fair value is greatest for investments in Level 3.

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

- *Money market funds.* The money market category includes money market mutual funds that generally invest in instruments that mature in one year or less and are valued at cost which approximates fair value. Also included in money market funds are certain Federal Deposit Insurance Corporation insured money market deposits that are valued at cost as they are cash equivalent holdings.
- *Mutual funds of registered investment companies.* Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

- *Common/collective trusts.* Common/collective trusts are composed primarily of fully benefit-responsive investment contracts that are valued at the net asset value of units of the bank collective trust. The NAV is used as a practical expedient to estimate fair value. This practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported net asset value. Participant transactions (purchases and sales) may occur daily.

The following tables sets forth, by level within the fair value hierarchy, the Plan's investments at fair value reported in the statements of net assets available for benefits as follows:

December 31, 2023				
Fair Value Measurements Using:				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Registered investment companies:				
Money market funds	\$ 367,504	\$ -	\$ -	\$ 367,504
Mutual funds	56,768,927	-	-	56,768,927
Investments measured at net asset value*				1,352,319
Total investments, at fair value				<u>\$ 58,488,750</u>

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

December 31, 2022				
Fair Value Measurements Using:				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobserva ble Inputs (Level 3)	Total
Registered investment companies:				
Money market funds	\$ 2,769	\$ -	\$ -	\$ 2,769
Mutual funds	44,433,155	-	-	44,433,155
Investments measured at net asset value*				1,354,514
Total investments, at fair value				<u>\$ 45,790,438</u>

* In accordance with Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been categorized in the fair value hierarchy. The amounts presented in this table are intended to permit reconciliation of the amounts in the hierarchy to the total investments at fair value presented in the statement of net assets available for benefits.

The Plan has no financial instruments which were categorized using Level 3 inputs as of December 31, 2023 and 2022.

The Plan recognizes transfers between levels in the fair value hierarchy as of the end of the reporting period. There were no transfers between levels for the years ended December 31, 2023 and 2022.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

Investments Measured Using Net Asset Value per Share Practical Expedient

The following tables summarizes investments for which fair value is measured using the NAV per share practical expedient as of December 31, 2023 and 2022. There are no participant redemption restrictions for these investments; the redemption notice is applicable only to the Plan.

	December 31, 2023			
	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Managed Income Portfolio Class II	\$1,352,319	N/A	Daily	12 months

	December 31, 2022			
	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Managed Income Portfolio Class II	\$1,354,514	N/A	Daily	12 months

5. NON-PARTICIPANT DIRECTED INVESTMENTS

The Plan's participants direct all investments. There are no non-participant directed investments as of December 31, 2023 and 2022.

6. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are invested in funds offered by Fidelity Management Trust Company as the Custodian of the Plan. Fees incurred by the Plan for investment management and custodial services are included in net appreciation in fair value of investments. Fees incurred by the Plan for recordkeeping services are included in administrative expenses and net appreciation in fair value of investments on the statement of changes in net assets available for benefits.

Well Fargo provides investment advisory services to the Plan. Fees incurred by the Plan for investment advisory services are included in net appreciation in fair value of investments on the statement of changes in net assets available for benefits.

The Plan also permits loans to participants.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

6. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS (CONTINUED)

Certain administrative functions are performed by officers and employees of the Company for which the officers or employees receive no compensation from the Plan nor is the Plan charged by the Company for these services.

These transactions qualify as party-in-interest transactions which are exempt from the prohibited transaction rules.

7. PLAN TERMINATION

Although no intent to do so has been expressed, the Sponsor has the right under the Plan to discontinue its contributions, if any, at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will automatically become 100% vested in their accounts and Plan assets will be distributed in accordance with the Plan document.

8. PARTIAL TERMINATION OF THE PLAN

HCS Renewable Energy LLC, National Skilled Trade Masters LLC, and RUSCO Operating LLC incurred a partial termination of the Plan during the year ended December 31, 2022. All affected Plan participants were fully vested in their accounts.

9. TAX STATUS

Effective August 31, 2021, the Plan is based on a Fidelity Management & Research Company volume submitter plan, which received a favorable opinion letter dated June 30, 2020 from the IRS stating the prototype plan constitutes a qualified plan under Section 401 of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

GAAP requires Plan management to evaluate the tax positions taken by the Plan and recognize a liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the DOL or IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

10. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect a participant's account balance and the amounts reported in the statement of net assets available for benefits.

11. SUBSEQUENT EVENTS

The Plan has evaluated events that occurred through July 19, 2024, which is the date these financial statements were available to be issued.

Effective June 30, 2024, the Plan sponsor is in the process of amending the Plan to remove DKD Electric, LLC as an adopting employer of the Plan. Participants from this employer are considered to be terminated and have the ability to have their assets distributed in accordance with the Plan document.

SUPPLEMENTAL SCHEDULES

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
Form 5500, SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

EIN: 46-5175744
Plan # 001

(a)	(b) Identity of Issuer, Custodian, or Borrower	(c) Investment Description	x (d) Cost	(e) Current Value
	Money Market			
*	Fidelity	Fidelity Government Money Market Fund		\$ 10,774
*	Fidelity	Vanguard Federal Money Market Fund		356,730
	Mutual Fund			
*	Fidelity	Fidelity 500 Index Fund		4,563,181
*	Fidelity	Fidelity Mid Cap Index Fund		581,015
*	Fidelity	Fidelity Small Cap Index Fund		303,711
*	Fidelity	Fidelity Inflation-Protected Bond Index Fund		44,935
*	Fidelity	Fidelity Freedom Index Income Fund Institutional Premium Class		10,727
*	Fidelity	Fidelity Freedom Index 2005 Fund Institutional Premium Class		62,842
*	Fidelity	Fidelity Freedom Index 2010 Fund Institutional Premium Class		211,011
*	Fidelity	Fidelity Freedom Index 2015 Fund Institutional Premium Class		302,406
*	Fidelity	Fidelity Freedom Index 2020 Fund Institutional Premium Class		1,207,769
*	Fidelity	Fidelity Freedom Index 2025 Fund Institutional Premium Class		2,841,638
*	Fidelity	Fidelity Freedom Index 2030 Fund Institutional Premium Class		3,615,013
*	Fidelity	Fidelity Freedom Index 2035 Fund Institutional Premium Class		3,790,882
*	Fidelity	Fidelity Freedom Index 2040 Fund Institutional Premium Class		5,699,087
*	Fidelity	Fidelity Freedom Index 2045 Fund Institutional Premium Class		7,508,486
*	Fidelity	Fidelity Freedom Index 2050 Fund Institutional Premium Class		8,459,775
*	Fidelity	Fidelity Freedom Index 2055 Fund Institutional Premium Class		7,481,274
*	Fidelity	Fidelity Freedom Index 2060 Fund Institutional Premium Class		2,753,943
*	Fidelity	Fidelity Freedom Index 2065 Fund Institutional Premium Class		665,178
*	Fidelity	PIMCO Income Fund Institutional Class		665,472
*	Fidelity	Nuance Mid Cap Value Fund Institutional Class		166,466
*	Fidelity	Calvert Emerging Markets Equity Fund Class I		211,103
*	Fidelity	American Century Small Cap Value Fund R6 Class		488,631
*	Fidelity	MFS Value Fund Class R6		934,000
*	Fidelity	Templeton Global Bond Fund Class R6		65,091
*	Fidelity	Western Asset Core Bond Fund Class IS		485,461
*	Fidelity	Cohen & Steers Real Estate Securities Fund, Inc. Class Z		146,493
*	Fidelity	MFS International Diversification Fund Class R6		761,496
*	Fidelity	MFS Massachusetts Investors Growth Stock Fund Class R6		1,522,088
*	Fidelity	PGIM Jennison Small Company R6		572,885
*	Fidelity	Baron Growth Inst		539,538
*	Fidelity	Eaton Vance Income Fund of Boston R6		107,330
	Common/Collective Trusts			
*	Fidelity	Managed Income Portfolio 2-Constant Duration		1,352,319
		Total investments, at fair value		<u>\$ 58,488,750</u>
*	Participant loans**	Interest rates ranging from 4.25% to 9.50%; maturing 2024 to 2028		<u>\$ 1,088,844</u>

* Party-in-interest to the Plan

** The accompanying financial statements classify participant loans as notes receivable from participants.

x Cost is not required for participant-directed investments

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
 FORM 5500, SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
 DECEMBER 31, 2023

EIN: 46-5175744
 Plan # 001

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions				
Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		Total Fully Corrected Under VFCP and PTE 2002-51
☐					
2021	\$ -	\$ 5,776	\$ -		\$ -
2022	\$ -	\$ 433	\$ -		\$ -

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
FINANCIAL STATEMENTS
AND INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2023



INDEPENDENT AUDITORS' REPORT

Those Charged with Plan Governance,
Plan Participants, and Beneficiaries
Workrise Technologies, Inc. 401(k) Plan
Austin, TX

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

We have performed audits of the financial statements of Workrise Technologies, Inc. 401(k) Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, 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's) Rules and Regulations and Reporting and Disclosures under ERISA. 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, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audit and on the procedures performed as described in the Auditors' Responsibilities for the Audit of the Financial Statements section:

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

Basis for Opinion

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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our 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 for one year after the date that the financial statements were available to be issued.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with 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 certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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

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

Other Matters

Supplemental Schedules Required by ERISA

The supplemental schedules of Form 5500, Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) as of December 31, 2023 and Form 5500, Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions as of December 31, 2023, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL’s Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Saville CPAs and Advisors, LLC

Saville CPAs and Advisors, LLC
Dallas, Texas

July 19, 2024

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2023 AND 2022

	<u>ASSETS</u>	
	<u>2023</u>	<u>2022</u>
Investments, at fair value	\$ 58,488,750	\$ 45,790,438
Receivables		
Participants' contributions	208,355	183,461
Employer's contributions	84,394	79,301
Notes receivable from participants	<u>1,088,844</u>	<u>628,822</u>
Total receivables	<u>1,381,593</u>	<u>891,584</u>
 TOTAL ASSETS	 <u><u>\$ 59,870,343</u></u>	 <u><u>\$ 46,682,022</u></u>
	 <u>LIABILITIES</u>	
 TOTAL LIABILITIES	 <u>\$ -</u>	 <u>\$ -</u>
 NET ASSETS AVAILABLE FOR BENEFITS	 <u><u>\$ 59,870,343</u></u>	 <u><u>\$ 46,682,022</u></u>

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2023

CONTRIBUTIONS:

Participants	\$ 9,682,235
Employer	3,908,132
Rollovers	1,150,447
Total contributions	<u>14,740,814</u>

INVESTMENT INCOME:

Dividend and interest income	1,273,501
Net appreciation in fair value of investments	7,228,844
Interest income on notes receivable from participants	54,594
Total investment income	<u>8,556,939</u>

DEDUCTIONS:

Benefits paid to participants	9,922,841
Deemed distribution of participant loans	4,057
Administrative expenses	182,534
Total deductions	<u>10,109,432</u>

NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	13,188,321
---	------------

NET ASSETS AVAILABLE FOR BENEFITS, beginning of year	<u>46,682,022</u>
--	-------------------

NET ASSETS AVAILABLE FOR BENEFITS, end of year	<u><u>\$ 59,870,343</u></u>
--	-----------------------------

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023

1. DESCRIPTION OF PLAN

The following description of the Workrise Technologies, Inc. 401(k) Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan is a single employer defined contribution plan covering substantially all employees, except employees covered by a collective bargaining agreement, nonresident aliens, and interns of Workrise Technologies, Inc., or any affiliate who has adopted the Plan (collectively, the “Sponsor” or the “Company”). Participants are eligible to enter the Plan immediately upon attainment of age 21.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan originally began on January 1, 2018. Participants from these employers are considered terminated and have the ability to have their assets distributed in accordance with the Plan document.

Plan Amendment

Effective November 10, 2023, the Plan was amended to remove HCS Renewable Energy LLC, National Skilled Trade Masters LLC, and RUSCO Operating LLC as participating employers.

Contributions

Participants may elect to contribute a percentage or dollar amount of their eligible compensation as defined by the Plan. Participants who have attained age 50 before the end of the Plan year are also eligible to make catch up contributions. Participants may select from pre-tax or Roth deferrals. These contributions are tax deferred elective contributions and are subject to annual limitations established by the Internal Revenue Service (IRS). Participants may also contribute amounts representing distributions from other qualified retirement plans.

For participants employed 90 days and contributing to the Plan, the Company has elected to make matching contributions in compliance with safe harbor Plan requirements. The employer matching contribution is equal to 100% of the first 3% of eligible compensation contributed to the Plan and 50% on the next 2% of eligible compensation contributed to the Plan. The Company made safe harbor matching contributions totaling approximately \$3,908,000, for the year ended December 31, 2023. The Company may also elect to make profit sharing contributions (non-elective contributions) equaling an amount established by management on an annual basis. No profit sharing contributions for the year ended December 31, 2023 were made.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

1. DESCRIPTION OF PLAN (CONTINUED)

Investments

Plan participants have the opportunity to direct the investment decisions relating to the assets in their individual account balance. Currently, the Plan offers several investment choices. Participants may change their investment options for future contributions at any time.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's matching contribution, (b) the Company's profit sharing contribution, if any, (c) Plan earnings or losses, and (d) charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the amount that can be provided from the participant's vested account balance.

Vesting

Participants are immediately vested in their voluntary contributions and the Company's safe harbor matching and non-elective contributions plus actual earnings thereon. Matching contributions from merged-in plans follow vesting in accordance with Vesting Addendum to the Plan.

Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of 50% of their vested account balance or \$50,000. One loan may be outstanding at a time. Loan principal and interest is generally repaid through payroll deductions and is reinvested in the participant's account according to the individual's investment election. Loan terms generally may not exceed five years but may be longer for the purchase of a primary residence. Loans are secured by the balances in the participant's accounts and bear interest rates of 1% plus Prime Rate ranging from 4.25% to 9.50%. Any loan origination fees will be described in the loan application form and will be included in administrative expenses on the statement of changes in net assets available for benefits.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

1. DESCRIPTION OF PLAN (CONTINUED)

Payment of Benefits

Distributions generally will be made in the event of retirement, death, disability, resignation, or dismissal. Vested account balances can be distributed by transferring the balance to a different trustee (i.e., rollover) or lump-sum distribution. Vested account balances that do not exceed \$5,000 will be subject to automatic distribution without participants' consent. All other accounts must receive participant consent before a distribution to the participant can occur.

Certain in-service withdrawals are allowed. A participant may also elect to withdraw all or a portion of their vested account balance while employed after reaching age 59.5. Hardship withdrawals are allowed only for immediate and heavy financial needs for reasons defined by the Plan document.

Forfeitures

Participants are immediately vested in employer safe harbor matching contributions. Forfeitures incurred were due to overfunded employer match contributions or from forfeited matching contributions from merged-in plans. As of December 31, 2023 and 2022, forfeitures available for use totaled \$11,269 and \$19, respectively, and are included in investments at fair value on the statement of net assets available for benefits. Forfeitures incurred for the year ended December 31, 2023 totaled approximately \$29,428. No forfeitures were used to reduce employer contributions during the Plan year ended December 31, 2023. Forfeitures used to pay administrative expenses and audit fees totaled approximately \$19,832.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements for the Plan are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States (GAAP).

Use of Estimates

The preparation of financial statements in accordance with GAAP requires the Plan's management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results may vary from those estimates.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. The net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Note Receivable from Participants

Notes receivable from participants are recorded at their unpaid principal balance plus accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2023 and 2022, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the Plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Payment of Benefits and Receipt of Contributions

Benefits paid to participants are recorded when paid. Contributions are recorded when deemed a receivable by the Plan.

Administrative Expenses

Fees and expenses charged to the Plan fall into three categories. Investment fees are generally assessed as a percentage of assets invested and are deducted directly from investment returns. Plan administration fees cover the day-to-day expenses of the Plan. In some cases, these costs are covered by investment fees that are deducted directly from investment returns. In other cases, these administrative fees are either paid directly by the Company or are charged as a record-keeping fee to participant accounts. Transaction based fees are associated with optional services offered under the Plan and are charged directly to participant accounts.

Administrative expenses amounted to approximately \$182,500 for the year ended December 31, 2023 and are included in administrative expenses on the statement of changes in net assets available for benefits.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

3. INFORMATION PREPARED AND CERTIFIED BY PLAN CUSTODIAN

The Plan Sponsor has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL's) Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company, the Custodian of the Plan, has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- a. Investments, at fair value, and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2023 and 2022.
- b. Dividend and interest income, net appreciation in fair value of investments, and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits, for the year ended December 31, 2023.
- c. The Form 5500, Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2023, as shown in the supplemental schedule.

The Plan's independent public accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

4. FAIR VALUE MEASUREMENTS

Valuation techniques used to measure fair value use a hierarchy, which 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 are described as follows:

Level 1 – Quoted prices in active markets for identical assets or liabilities

Level 2 – Valuations based on inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly, such as quoted prices in markets that are not active; other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Valuations based on inputs that are unobservable and significant to the overall measurement.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

The assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the classification of assets and liabilities within the fair value hierarchy. Because of the long-term nature of certain assets and liabilities measured at fair value as well as differences in the availability of market prices and market liquidity over their terms, inputs for some assets and liabilities may fall into any one of the three levels in the fair value hierarchy. GAAP requires us to classify these assets and liabilities in the lowest level in the hierarchy for which inputs are significant to the fair value measurement; a portion of that measurement may be determined using inputs from a higher level in the hierarchy.

The availability of valuation techniques and observable inputs can vary from investment to investment and is affected by a wide array of factors. In certain cases, the inputs used to measure fair value may fall into different levels of the hierarchy. For disclosure purposes, the level in the hierarchy within which the fair value measure in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement. The estimated values do not necessarily represent the amounts that may be ultimately realized due to the occurrence of future circumstances that cannot be reasonably determined.

To the extent that a specific valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. As such, the degree of judgment exercised by the Plan in determining fair value is greatest for investments in Level 3.

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

- *Money market funds.* The money market category includes money market mutual funds that generally invest in instruments that mature in one year or less and are valued at cost which approximates fair value. Also included in money market funds are certain Federal Deposit Insurance Corporation insured money market deposits that are valued at cost as they are cash equivalent holdings.
- *Mutual funds of registered investment companies.* Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

- *Common/collective trusts.* Common/collective trusts are composed primarily of fully benefit-responsive investment contracts that are valued at the net asset value of units of the bank collective trust. The NAV is used as a practical expedient to estimate fair value. This practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported net asset value. Participant transactions (purchases and sales) may occur daily.

The following tables sets forth, by level within the fair value hierarchy, the Plan's investments at fair value reported in the statements of net assets available for benefits as follows:

December 31, 2023				
Fair Value Measurements Using:				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Registered investment companies:				
Money market funds	\$ 367,504	\$ -	\$ -	\$ 367,504
Mutual funds	56,768,927	-	-	56,768,927
Investments measured at net asset value*				1,352,319
Total investments, at fair value				<u>\$ 58,488,750</u>

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

December 31, 2022				
Fair Value Measurements Using:				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobserva ble Inputs (Level 3)	Total
Registered investment companies:				
Money market funds	\$ 2,769	\$ -	\$ -	\$ 2,769
Mutual funds	44,433,155	-	-	44,433,155
Investments measured at net asset value*				1,354,514
Total investments, at fair value				<u>\$ 45,790,438</u>

* In accordance with Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been categorized in the fair value hierarchy. The amounts presented in this table are intended to permit reconciliation of the amounts in the hierarchy to the total investments at fair value presented in the statement of net assets available for benefits.

The Plan has no financial instruments which were categorized using Level 3 inputs as of December 31, 2023 and 2022.

The Plan recognizes transfers between levels in the fair value hierarchy as of the end of the reporting period. There were no transfers between levels for the years ended December 31, 2023 and 2022.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

Investments Measured Using Net Asset Value per Share Practical Expedient

The following tables summarizes investments for which fair value is measured using the NAV per share practical expedient as of December 31, 2023 and 2022. There are no participant redemption restrictions for these investments; the redemption notice is applicable only to the Plan.

	December 31, 2023			
	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Managed Income Portfolio Class II	\$1,352,319	N/A	Daily	12 months

	December 31, 2022			
	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Managed Income Portfolio Class II	\$1,354,514	N/A	Daily	12 months

5. NON-PARTICIPANT DIRECTED INVESTMENTS

The Plan's participants direct all investments. There are no non-participant directed investments as of December 31, 2023 and 2022.

6. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are invested in funds offered by Fidelity Management Trust Company as the Custodian of the Plan. Fees incurred by the Plan for investment management and custodial services are included in net appreciation in fair value of investments. Fees incurred by the Plan for recordkeeping services are included in administrative expenses and net appreciation in fair value of investments on the statement of changes in net assets available for benefits.

Well Fargo provides investment advisory services to the Plan. Fees incurred by the Plan for investment advisory services are included in net appreciation in fair value of investments on the statement of changes in net assets available for benefits.

The Plan also permits loans to participants.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

6. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS (CONTINUED)

Certain administrative functions are performed by officers and employees of the Company for which the officers or employees receive no compensation from the Plan nor is the Plan charged by the Company for these services.

These transactions qualify as party-in-interest transactions which are exempt from the prohibited transaction rules.

7. PLAN TERMINATION

Although no intent to do so has been expressed, the Sponsor has the right under the Plan to discontinue its contributions, if any, at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will automatically become 100% vested in their accounts and Plan assets will be distributed in accordance with the Plan document.

8. PARTIAL TERMINATION OF THE PLAN

HCS Renewable Energy LLC, National Skilled Trade Masters LLC, and RUSCO Operating LLC incurred a partial termination of the Plan during the year ended December 31, 2022. All affected Plan participants were fully vested in their accounts.

9. TAX STATUS

Effective August 31, 2021, the Plan is based on a Fidelity Management & Research Company volume submitter plan, which received a favorable opinion letter dated June 30, 2020 from the IRS stating the prototype plan constitutes a qualified plan under Section 401 of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

GAAP requires Plan management to evaluate the tax positions taken by the Plan and recognize a liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the DOL or IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

10. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect a participant's account balance and the amounts reported in the statement of net assets available for benefits.

11. SUBSEQUENT EVENTS

The Plan has evaluated events that occurred through July 19, 2024, which is the date these financial statements were available to be issued.

Effective June 30, 2024, the Plan sponsor is in the process of amending the Plan to remove DKD Electric, LLC as an adopting employer of the Plan. Participants from this employer are considered to be terminated and have the ability to have their assets distributed in accordance with the Plan document.

SUPPLEMENTAL SCHEDULES

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
Form 5500, SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

EIN: 46-5175744
Plan # 001

(a)	(b) Identity of Issuer, Custodian, or Borrower	(c) Investment Description	x (d) Cost	(e) Current Value
	Money Market			
*	Fidelity	Fidelity Government Money Market Fund		\$ 10,774
*	Fidelity	Vanguard Federal Money Market Fund		356,730
	Mutual Fund			
*	Fidelity	Fidelity 500 Index Fund		4,563,181
*	Fidelity	Fidelity Mid Cap Index Fund		581,015
*	Fidelity	Fidelity Small Cap Index Fund		303,711
*	Fidelity	Fidelity Inflation-Protected Bond Index Fund		44,935
*	Fidelity	Fidelity Freedom Index Income Fund Institutional Premium Class		10,727
*	Fidelity	Fidelity Freedom Index 2005 Fund Institutional Premium Class		62,842
*	Fidelity	Fidelity Freedom Index 2010 Fund Institutional Premium Class		211,011
*	Fidelity	Fidelity Freedom Index 2015 Fund Institutional Premium Class		302,406
*	Fidelity	Fidelity Freedom Index 2020 Fund Institutional Premium Class		1,207,769
*	Fidelity	Fidelity Freedom Index 2025 Fund Institutional Premium Class		2,841,638
*	Fidelity	Fidelity Freedom Index 2030 Fund Institutional Premium Class		3,615,013
*	Fidelity	Fidelity Freedom Index 2035 Fund Institutional Premium Class		3,790,882
*	Fidelity	Fidelity Freedom Index 2040 Fund Institutional Premium Class		5,699,087
*	Fidelity	Fidelity Freedom Index 2045 Fund Institutional Premium Class		7,508,486
*	Fidelity	Fidelity Freedom Index 2050 Fund Institutional Premium Class		8,459,775
*	Fidelity	Fidelity Freedom Index 2055 Fund Institutional Premium Class		7,481,274
*	Fidelity	Fidelity Freedom Index 2060 Fund Institutional Premium Class		2,753,943
*	Fidelity	Fidelity Freedom Index 2065 Fund Institutional Premium Class		665,178
*	Fidelity	PIMCO Income Fund Institutional Class		665,472
*	Fidelity	Nuance Mid Cap Value Fund Institutional Class		166,466
*	Fidelity	Calvert Emerging Markets Equity Fund Class I		211,103
*	Fidelity	American Century Small Cap Value Fund R6 Class		488,631
*	Fidelity	MFS Value Fund Class R6		934,000
*	Fidelity	Templeton Global Bond Fund Class R6		65,091
*	Fidelity	Western Asset Core Bond Fund Class IS		485,461
*	Fidelity	Cohen & Steers Real Estate Securities Fund, Inc. Class Z		146,493
*	Fidelity	MFS International Diversification Fund Class R6		761,496
*	Fidelity	MFS Massachusetts Investors Growth Stock Fund Class R6		1,522,088
*	Fidelity	PGIM Jennison Small Company R6		572,885
*	Fidelity	Baron Growth Inst		539,538
*	Fidelity	Eaton Vance Income Fund of Boston R6		107,330
	Common/Collective Trusts			
*	Fidelity	Managed Income Portfolio 2-Constant Duration		1,352,319
		Total investments, at fair value		<u>\$ 58,488,750</u>
*	Participant loans**	Interest rates ranging from 4.25% to 9.50%; maturing 2024 to 2028		<u>\$ 1,088,844</u>

* Party-in-interest to the Plan

** The accompanying financial statements classify participant loans as notes receivable from participants.

x Cost is not required for participant-directed investments

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
 FORM 5500, SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
 DECEMBER 31, 2023

EIN: 46-5175744
 Plan # 001

Participant Contributions Transferred Late to Plan Check here if Late Participant Loan Repayments are included:	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
☐				
2021	\$ -	\$ 5,776	\$ -	\$ -
2022	\$ -	\$ 433	\$ -	\$ -

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
FINANCIAL STATEMENTS
AND INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2023



INDEPENDENT AUDITORS' REPORT

Those Charged with Plan Governance,
Plan Participants, and Beneficiaries
Workrise Technologies, Inc. 401(k) Plan
Austin, TX

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

We have performed audits of the financial statements of Workrise Technologies, Inc. 401(k) Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, 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's) Rules and Regulations and Reporting and Disclosures under ERISA. 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, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audit and on the procedures performed as described in the Auditors' Responsibilities for the Audit of the Financial Statements section:

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

Basis for Opinion

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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our 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 for one year after the date that the financial statements were available to be issued.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with 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 certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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

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

Other Matters

Supplemental Schedules Required by ERISA

The supplemental schedules of Form 5500, Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) as of December 31, 2023 and Form 5500, Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions as of December 31, 2023, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL’s Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Saville CPAs and Advisors, LLC

Saville CPAs and Advisors, LLC
Dallas, Texas

July 19, 2024

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2023 AND 2022

<u>ASSETS</u>		
	<u>2023</u>	<u>2022</u>
Investments, at fair value	\$ 58,488,750	\$ 45,790,438
Receivables		
Participants' contributions	208,355	183,461
Employer's contributions	84,394	79,301
Notes receivable from participants	<u>1,088,844</u>	<u>628,822</u>
Total receivables	<u>1,381,593</u>	<u>891,584</u>
 TOTAL ASSETS	 <u><u>\$ 59,870,343</u></u>	 <u><u>\$ 46,682,022</u></u>
 <u>LIABILITIES</u>		
 TOTAL LIABILITIES	 <u><u>\$ -</u></u>	 <u><u>\$ -</u></u>
 NET ASSETS AVAILABLE FOR BENEFITS	 <u><u>\$ 59,870,343</u></u>	 <u><u>\$ 46,682,022</u></u>

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2023

CONTRIBUTIONS:

Participants	\$ 9,682,235
Employer	3,908,132
Rollovers	1,150,447
Total contributions	<u>14,740,814</u>

INVESTMENT INCOME:

Dividend and interest income	1,273,501
Net appreciation in fair value of investments	7,228,844
Interest income on notes receivable from participants	54,594
Total investment income	<u>8,556,939</u>

DEDUCTIONS:

Benefits paid to participants	9,922,841
Deemed distribution of participant loans	4,057
Administrative expenses	182,534
Total deductions	<u>10,109,432</u>

NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	13,188,321
---	------------

NET ASSETS AVAILABLE FOR BENEFITS, beginning of year	<u>46,682,022</u>
--	-------------------

NET ASSETS AVAILABLE FOR BENEFITS, end of year	<u><u>\$ 59,870,343</u></u>
--	-----------------------------

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023

1. DESCRIPTION OF PLAN

The following description of the Workrise Technologies, Inc. 401(k) Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan is a single employer defined contribution plan covering substantially all employees, except employees covered by a collective bargaining agreement, nonresident aliens, and interns of Workrise Technologies, Inc., or any affiliate who has adopted the Plan (collectively, the “Sponsor” or the “Company”). Participants are eligible to enter the Plan immediately upon attainment of age 21.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan originally began on January 1, 2018. Participants from these employers are considered terminated and have the ability to have their assets distributed in accordance with the Plan document.

Plan Amendment

Effective November 10, 2023, the Plan was amended to remove HCS Renewable Energy LLC, National Skilled Trade Masters LLC, and RUSCO Operating LLC as participating employers.

Contributions

Participants may elect to contribute a percentage or dollar amount of their eligible compensation as defined by the Plan. Participants who have attained age 50 before the end of the Plan year are also eligible to make catch up contributions. Participants may select from pre-tax or Roth deferrals. These contributions are tax deferred elective contributions and are subject to annual limitations established by the Internal Revenue Service (IRS). Participants may also contribute amounts representing distributions from other qualified retirement plans.

For participants employed 90 days and contributing to the Plan, the Company has elected to make matching contributions in compliance with safe harbor Plan requirements. The employer matching contribution is equal to 100% of the first 3% of eligible compensation contributed to the Plan and 50% on the next 2% of eligible compensation contributed to the Plan. The Company made safe harbor matching contributions totaling approximately \$3,908,000, for the year ended December 31, 2023. The Company may also elect to make profit sharing contributions (non-elective contributions) equaling an amount established by management on an annual basis. No profit sharing contributions for the year ended December 31, 2023 were made.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

1. DESCRIPTION OF PLAN (CONTINUED)

Investments

Plan participants have the opportunity to direct the investment decisions relating to the assets in their individual account balance. Currently, the Plan offers several investment choices. Participants may change their investment options for future contributions at any time.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's matching contribution, (b) the Company's profit sharing contribution, if any, (c) Plan earnings or losses, and (d) charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the amount that can be provided from the participant's vested account balance.

Vesting

Participants are immediately vested in their voluntary contributions and the Company's safe harbor matching and non-elective contributions plus actual earnings thereon. Matching contributions from merged-in plans follow vesting in accordance with Vesting Addendum to the Plan.

Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of 50% of their vested account balance or \$50,000. One loan may be outstanding at a time. Loan principal and interest is generally repaid through payroll deductions and is reinvested in the participant's account according to the individual's investment election. Loan terms generally may not exceed five years but may be longer for the purchase of a primary residence. Loans are secured by the balances in the participant's accounts and bear interest rates of 1% plus Prime Rate ranging from 4.25% to 9.50%. Any loan origination fees will be described in the loan application form and will be included in administrative expenses on the statement of changes in net assets available for benefits.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

1. DESCRIPTION OF PLAN (CONTINUED)

Payment of Benefits

Distributions generally will be made in the event of retirement, death, disability, resignation, or dismissal. Vested account balances can be distributed by transferring the balance to a different trustee (i.e., rollover) or lump-sum distribution. Vested account balances that do not exceed \$5,000 will be subject to automatic distribution without participants' consent. All other accounts must receive participant consent before a distribution to the participant can occur.

Certain in-service withdrawals are allowed. A participant may also elect to withdraw all or a portion of their vested account balance while employed after reaching age 59.5. Hardship withdrawals are allowed only for immediate and heavy financial needs for reasons defined by the Plan document.

Forfeitures

Participants are immediately vested in employer safe harbor matching contributions. Forfeitures incurred were due to overfunded employer match contributions or from forfeited matching contributions from merged-in plans. As of December 31, 2023 and 2022, forfeitures available for use totaled \$11,269 and \$19, respectively, and are included in investments at fair value on the statement of net assets available for benefits. Forfeitures incurred for the year ended December 31, 2023 totaled approximately \$29,428. No forfeitures were used to reduce employer contributions during the Plan year ended December 31, 2023. Forfeitures used to pay administrative expenses and audit fees totaled approximately \$19,832.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements for the Plan are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States (GAAP).

Use of Estimates

The preparation of financial statements in accordance with GAAP requires the Plan's management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results may vary from those estimates.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. The net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Note Receivable from Participants

Notes receivable from participants are recorded at their unpaid principal balance plus accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2023 and 2022, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the Plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Payment of Benefits and Receipt of Contributions

Benefits paid to participants are recorded when paid. Contributions are recorded when deemed a receivable by the Plan.

Administrative Expenses

Fees and expenses charged to the Plan fall into three categories. Investment fees are generally assessed as a percentage of assets invested and are deducted directly from investment returns. Plan administration fees cover the day-to-day expenses of the Plan. In some cases, these costs are covered by investment fees that are deducted directly from investment returns. In other cases, these administrative fees are either paid directly by the Company or are charged as a record-keeping fee to participant accounts. Transaction based fees are associated with optional services offered under the Plan and are charged directly to participant accounts.

Administrative expenses amounted to approximately \$182,500 for the year ended December 31, 2023 and are included in administrative expenses on the statement of changes in net assets available for benefits.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

3. INFORMATION PREPARED AND CERTIFIED BY PLAN CUSTODIAN

The Plan Sponsor has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL's) Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company, the Custodian of the Plan, has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- a. Investments, at fair value, and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2023 and 2022.
- b. Dividend and interest income, net appreciation in fair value of investments, and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits, for the year ended December 31, 2023.
- c. The Form 5500, Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2023, as shown in the supplemental schedule.

The Plan's independent public accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

4. FAIR VALUE MEASUREMENTS

Valuation techniques used to measure fair value use a hierarchy, which 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 are described as follows:

Level 1 – Quoted prices in active markets for identical assets or liabilities

Level 2 – Valuations based on inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly, such as quoted prices in markets that are not active; other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Valuations based on inputs that are unobservable and significant to the overall measurement.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

The assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the classification of assets and liabilities within the fair value hierarchy. Because of the long-term nature of certain assets and liabilities measured at fair value as well as differences in the availability of market prices and market liquidity over their terms, inputs for some assets and liabilities may fall into any one of the three levels in the fair value hierarchy. GAAP requires us to classify these assets and liabilities in the lowest level in the hierarchy for which inputs are significant to the fair value measurement; a portion of that measurement may be determined using inputs from a higher level in the hierarchy.

The availability of valuation techniques and observable inputs can vary from investment to investment and is affected by a wide array of factors. In certain cases, the inputs used to measure fair value may fall into different levels of the hierarchy. For disclosure purposes, the level in the hierarchy within which the fair value measure in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement. The estimated values do not necessarily represent the amounts that may be ultimately realized due to the occurrence of future circumstances that cannot be reasonably determined.

To the extent that a specific valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. As such, the degree of judgment exercised by the Plan in determining fair value is greatest for investments in Level 3.

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

- *Money market funds.* The money market category includes money market mutual funds that generally invest in instruments that mature in one year or less and are valued at cost which approximates fair value. Also included in money market funds are certain Federal Deposit Insurance Corporation insured money market deposits that are valued at cost as they are cash equivalent holdings.
- *Mutual funds of registered investment companies.* Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

- *Common/collective trusts.* Common/collective trusts are composed primarily of fully benefit-responsive investment contracts that are valued at the net asset value of units of the bank collective trust. The NAV is used as a practical expedient to estimate fair value. This practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported net asset value. Participant transactions (purchases and sales) may occur daily.

The following tables sets forth, by level within the fair value hierarchy, the Plan's investments at fair value reported in the statements of net assets available for benefits as follows:

December 31, 2023				
Fair Value Measurements Using:				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Registered investment companies:				
Money market funds	\$ 367,504	\$ -	\$ -	\$ 367,504
Mutual funds	56,768,927	-	-	56,768,927
Investments measured at net asset value*				1,352,319
Total investments, at fair value				<u>\$ 58,488,750</u>

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

December 31, 2022				
Fair Value Measurements Using:				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobserva ble Inputs (Level 3)	Total
Registered investment companies:				
Money market funds	\$ 2,769	\$ -	\$ -	\$ 2,769
Mutual funds	44,433,155	-	-	44,433,155
Investments measured at net asset value*				1,354,514
Total investments, at fair value				<u>\$ 45,790,438</u>

* In accordance with Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been categorized in the fair value hierarchy. The amounts presented in this table are intended to permit reconciliation of the amounts in the hierarchy to the total investments at fair value presented in the statement of net assets available for benefits.

The Plan has no financial instruments which were categorized using Level 3 inputs as of December 31, 2023 and 2022.

The Plan recognizes transfers between levels in the fair value hierarchy as of the end of the reporting period. There were no transfers between levels for the years ended December 31, 2023 and 2022.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. FAIR VALUE MEASUREMENTS (CONTINUED)

Investments Measured Using Net Asset Value per Share Practical Expedient

The following tables summarizes investments for which fair value is measured using the NAV per share practical expedient as of December 31, 2023 and 2022. There are no participant redemption restrictions for these investments; the redemption notice is applicable only to the Plan.

	December 31, 2023			
	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Managed Income Portfolio Class II	\$1,352,319	N/A	Daily	12 months

	December 31, 2022			
	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Managed Income Portfolio Class II	\$1,354,514	N/A	Daily	12 months

5. NON-PARTICIPANT DIRECTED INVESTMENTS

The Plan's participants direct all investments. There are no non-participant directed investments as of December 31, 2023 and 2022.

6. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are invested in funds offered by Fidelity Management Trust Company as the Custodian of the Plan. Fees incurred by the Plan for investment management and custodial services are included in net appreciation in fair value of investments. Fees incurred by the Plan for recordkeeping services are included in administrative expenses and net appreciation in fair value of investments on the statement of changes in net assets available for benefits.

Well Fargo provides investment advisory services to the Plan. Fees incurred by the Plan for investment advisory services are included in net appreciation in fair value of investments on the statement of changes in net assets available for benefits.

The Plan also permits loans to participants.

See accompanying independent auditors' report.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

6. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS (CONTINUED)

Certain administrative functions are performed by officers and employees of the Company for which the officers or employees receive no compensation from the Plan nor is the Plan charged by the Company for these services.

These transactions qualify as party-in-interest transactions which are exempt from the prohibited transaction rules.

7. PLAN TERMINATION

Although no intent to do so has been expressed, the Sponsor has the right under the Plan to discontinue its contributions, if any, at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will automatically become 100% vested in their accounts and Plan assets will be distributed in accordance with the Plan document.

8. PARTIAL TERMINATION OF THE PLAN

HCS Renewable Energy LLC, National Skilled Trade Masters LLC, and RUSCO Operating LLC incurred a partial termination of the Plan during the year ended December 31, 2022. All affected Plan participants were fully vested in their accounts.

9. TAX STATUS

Effective August 31, 2021, the Plan is based on a Fidelity Management & Research Company volume submitter plan, which received a favorable opinion letter dated June 30, 2020 from the IRS stating the prototype plan constitutes a qualified plan under Section 401 of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

GAAP requires Plan management to evaluate the tax positions taken by the Plan and recognize a liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the DOL or IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

10. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect a participant's account balance and the amounts reported in the statement of net assets available for benefits.

11. SUBSEQUENT EVENTS

The Plan has evaluated events that occurred through July 19, 2024, which is the date these financial statements were available to be issued.

Effective June 30, 2024, the Plan sponsor is in the process of amending the Plan to remove DKD Electric, LLC as an adopting employer of the Plan. Participants from this employer are considered to be terminated and have the ability to have their assets distributed in accordance with the Plan document.

SUPPLEMENTAL SCHEDULES

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
Form 5500, SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

EIN: 46-5175744
Plan # 001

(a)	(b) Identity of Issuer, Custodian, or Borrower	(c) Investment Description	x (d) Cost	(e) Current Value
	Money Market			
*	Fidelity	Fidelity Government Money Market Fund		\$ 10,774
*	Fidelity	Vanguard Federal Money Market Fund		356,730
	Mutual Fund			
*	Fidelity	Fidelity 500 Index Fund		4,563,181
*	Fidelity	Fidelity Mid Cap Index Fund		581,015
*	Fidelity	Fidelity Small Cap Index Fund		303,711
*	Fidelity	Fidelity Inflation-Protected Bond Index Fund		44,935
*	Fidelity	Fidelity Freedom Index Income Fund Institutional Premium Class		10,727
*	Fidelity	Fidelity Freedom Index 2005 Fund Institutional Premium Class		62,842
*	Fidelity	Fidelity Freedom Index 2010 Fund Institutional Premium Class		211,011
*	Fidelity	Fidelity Freedom Index 2015 Fund Institutional Premium Class		302,406
*	Fidelity	Fidelity Freedom Index 2020 Fund Institutional Premium Class		1,207,769
*	Fidelity	Fidelity Freedom Index 2025 Fund Institutional Premium Class		2,841,638
*	Fidelity	Fidelity Freedom Index 2030 Fund Institutional Premium Class		3,615,013
*	Fidelity	Fidelity Freedom Index 2035 Fund Institutional Premium Class		3,790,882
*	Fidelity	Fidelity Freedom Index 2040 Fund Institutional Premium Class		5,699,087
*	Fidelity	Fidelity Freedom Index 2045 Fund Institutional Premium Class		7,508,486
*	Fidelity	Fidelity Freedom Index 2050 Fund Institutional Premium Class		8,459,775
*	Fidelity	Fidelity Freedom Index 2055 Fund Institutional Premium Class		7,481,274
*	Fidelity	Fidelity Freedom Index 2060 Fund Institutional Premium Class		2,753,943
*	Fidelity	Fidelity Freedom Index 2065 Fund Institutional Premium Class		665,178
*	Fidelity	PIMCO Income Fund Institutional Class		665,472
*	Fidelity	Nuance Mid Cap Value Fund Institutional Class		166,466
*	Fidelity	Calvert Emerging Markets Equity Fund Class I		211,103
*	Fidelity	American Century Small Cap Value Fund R6 Class		488,631
*	Fidelity	MFS Value Fund Class R6		934,000
*	Fidelity	Templeton Global Bond Fund Class R6		65,091
*	Fidelity	Western Asset Core Bond Fund Class IS		485,461
*	Fidelity	Cohen & Steers Real Estate Securities Fund, Inc. Class Z		146,493
*	Fidelity	MFS International Diversification Fund Class R6		761,496
*	Fidelity	MFS Massachusetts Investors Growth Stock Fund Class R6		1,522,088
*	Fidelity	PGIM Jennison Small Company R6		572,885
*	Fidelity	Baron Growth Inst		539,538
*	Fidelity	Eaton Vance Income Fund of Boston R6		107,330
	Common/Collective Trusts			
*	Fidelity	Managed Income Portfolio 2-Constant Duration		1,352,319
		Total investments, at fair value		<u>\$ 58,488,750</u>
*	Participant loans**	Interest rates ranging from 4.25% to 9.50%; maturing 2024 to 2028		<u>\$ 1,088,844</u>

* Party-in-interest to the Plan

** The accompanying financial statements classify participant loans as notes receivable from participants.

x Cost is not required for participant-directed investments

See accompanying independent auditors' report and notes.

WORKRISE TECHNOLOGIES, INC. 401(k) PLAN
 FORM 5500, SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
 DECEMBER 31, 2023

EIN: 46-5175744
 Plan # 001

Participant Contributions Transferred Late to Plan Check here if Late Participant Loan Repayments are included: ☐	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2021	\$ -	\$ 5,776	\$ -	\$ -
2022	\$ -	\$ 433	\$ -	\$ -

See accompanying independent auditors' report and notes.