| Form 5500 | Annual Return/Report of Employee Benefit Plan | OMB Nos. 1210-0110 1210-0089 |
|---|---|---|
| Department of the Treasury Internal Revenue Service<br>Department of Labor Employee Benefits Security Administration<br>Pension Benefit Guaranty Corporation | 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).<br>▶ **Complete all entries in accordance with the instructions to the Form 5500.** | **2023**<br>**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.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

**B** This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

**C** If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

**D** Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

**E** If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. . . . . ▶ [ ]

## Part II Basic Plan Information—enter all requested information

**1a** Name of plan
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(K) PLAN

**1b** Three-digit plan number (PN) ▶ 005

**1c** Effective date of plan 01/01/1998

**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)
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS

10 NORTH MAIN STREET
BURNHAM, ME 04922

**2b** Employer Identification Number (EIN) 47-1044853

**2c** Plan Sponsor's telephone number 207-487-3322

**2d** Business code (see instructions) 321900

**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. | 08/22/2024 | HEATHER MACKENZIE |
| | **Signature of plan administrator** | Date | Enter name of individual signing as plan administrator |
| **SIGN HERE** | | | |
| | **Signature of employer/plan sponsor** | Date | Enter name of individual signing as employer or plan sponsor |
| **SIGN HERE** | | | |
| | **Signature of DFE** | Date | Enter name of individual signing as DFE |

**3a** Plan administrator's name and address [X] Same as Plan Sponsor

**3b** Administrator's EIN

**3c** Administrator's telephone number

**4** If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:

**a** Sponsor's name PRIDE MANUFACTURING COMPANY, LLC

**c** Plan Name PRIDE MANUFACTURING COMPANY, LLC 401(K) PLAN

**4b** EIN 39-2019413

**4d** PN 005

| | | | |
|---|---|---|---|
| **5** | Total number of participants at the beginning of the plan year | **5** | 423 |
| **6** | Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**). | | |
| **a(1)** | Total number of active participants at the beginning of the plan year | **6a(1)** | 305 |
| **a(2)** | Total number of active participants at the end of the plan year | **6a(2)** | 296 |
| **b** | Retired or separated participants receiving benefits | **6b** | 1 |
| **c** | Other retired or separated participants entitled to future benefits | **6c** | 129 |
| **d** | Subtotal. Add lines **6a(2)**, **6b**, and **6c**. | **6d** | 426 |
| **e** | Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. | **6e** | 2 |
| **f** | Total. Add lines **6d** and **6e**. | **6f** | 428 |
| **g(1)** | Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) | **6g(1)** | 380 |
| **g(2)** | Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | **6g(2)** | 404 |
| **h** | Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested | **6h** | 45 |
| **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 2G 2J 2K 2E 2S 2T 3H 3D

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

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

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

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

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

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

**a Pension Schedules**

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

**b General Schedules**

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

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

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

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

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

**11c** Enter the Receipt Confirmation Code for the 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) | Service Provider Information | OMB No. 1210-0110 |
|---|---|---|
| Department of the Treasury Internal Revenue Service | This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). | 2023 |
| Department of Labor Employee Benefits Security Administration | ▶ **File as an attachment to Form 5500.** | **This Form is Open to Public Inspection.** |
| Pension Benefit Guaranty Corporation | | |

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

**A** Name of plan
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(K) PLAN

**B** Three-digit plan number (PN) ▶ 005

**C** Plan sponsor's name as shown on line 2a of Form 5500
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS

**D** Employer Identification Number (EIN)
47-1044853

## 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).. . . . . [X] 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

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

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

STRATEGIC ADVISORS, INC.

04-2654524

| (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 | 9095 | Yes ☐ No ☒ | Yes ☐ No ☐ | | Yes ☐ No ☐ |

**(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 | 6731 | Yes ☒ No ☐ | Yes ☒ No ☐ | 0 | Yes ☒ No ☐ |

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

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

## Part I Service Provider Information (continued)

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

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| 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. |
|---|---|
| CRLN E MID CAP GR A - U.S. BANK N.<br>31-0841368 | 0.50% |

| **(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. |
|---|---|
| GLENMEDE SMCP EQ ADV - STATE STREE<br>04-0025081 | 0.40% |

| **(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. |
|---|---|
| MFS VALUE R3 - MFS SERVICE CENTER<br>04-2865649 | 0.50% |

## 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. |
|---|---|
| PIMCO TOT RETURN ADM - SS&C GLOBAL 2000 CROWN COLONY DRIVE QUINCY, MA 02169 | 0.25% |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| | | |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| | |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| | | |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| | |

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

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

| SCHEDULE D (Form 5500) | DFE/Participating Plan Information | OMB No. 1210-0110 |
|---|---|---|
| Department of the Treasury Internal Revenue Service<br>Department of Labor Employee Benefits Security Administration | This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).<br>▶ **File as an attachment to Form 5500.** | **2023**<br>**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
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(K) PLAN

**B** Three-digit plan number (PN) ▶ 005

**C** Plan or DFE sponsor's name as shown on line 2a of Form 5500
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS

**D** Employer Identification Number (EIN)
47-1044853

## Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

**a** Name of MTIA, CCT, PSA, or 103-12 IE: MIP CL 1

**b** Name of sponsor of entity listed in (a): FIDELITY MANAGEMENT TRUST COMPANY

| **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) |
|---|---|---|
| 04-3022712-024 | C | 1281412 |

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

**a** Plan name

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

| SCHEDULE H (Form 5500) | Financial Information | OMB No. 1210-0110 |
|---|---|---|
| Department of the Treasury Internal Revenue Service<br>Department of Labor Employee Benefits Security Administration<br>Pension Benefit Guaranty Corporation | This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).<br>▶ **File as an attachment to Form 5500.** | **2023**<br>**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
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(K) PLAN

**B** Three-digit plan number (PN) ▶ 005

**C** Plan sponsor's name as shown on line 2a of Form 5500
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS

**D** Employer Identification Number (EIN)
47-1044853

## 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) | 0 | 0 |
| (2) Participant contributions | 1b(2) | 0 | 0 |
| (3) Other | 1b(3) | 0 | 0 |
| **c** General investments: | | | |
| (1) Interest-bearing cash (include money market accounts & certificates of deposit) | 1c(1) | 0 | 0 |
| (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) | 472813 | 419756 |
| (9) Value of interest in common/collective trusts | 1c(9) | 1873634 | 1281412 |
| (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) | 19205732 | 23598331 |
| (14) Value of funds held in insurance company general account (unallocated contracts) | 1c(14) | 0 | 0 |
| (15) Other | 1c(15) | 0 | 0 |

| | | (a) Beginning of Year | (b) End of Year |
|---|---|---|---|
| **1d** Employer-related investments: | | | |
| **(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 | 21552179 | 25299499 |
| **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 through1j) | 1k | 0 | 0 |
| **Net Assets** | | | |
| **l** Net assets (subtract line 1k from line 1f) | 1l | 21552179 | 25299499 |

## 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) | 541101 | |
| **(B)** Participants | 2a(1)(B) | 1630333 | |
| **(C)** Others (including rollovers) | 2a(1)(C) | 24029 | |
| **(2)** Noncash contributions | 2a(2) | 0 | |
| **(3)** Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)** | 2a(3) | | 2195463 |
| **b Earnings on investments:** | | | |
| **(1)** Interest: | | | |
| **(A)** Interest-bearing cash (including money market accounts and certificates of deposit) | 2b(1)(A) | 0 | |
| **(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) | 22131 | |
| **(F)** Other | 2b(1)(F) | 0 | |
| **(G)** Total interest. Add lines **2b(1)(A)** through **(F)** | 2b(1)(G) | | 22131 |
| **(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) | 668248 | |
| **(D)** Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)** | 2b(2)(D) | | 668248 |
| **(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) | | 0 |
| **(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) | | 0 |

| | | (a) Amount | (b) Total |
|---|---|---|---|
| (6) Net investment gain (loss) from common/collective trusts | 2b(6) | | 162009 |
| (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) | | 3962511 |
| **c** Other income | 2c | | 0 |
| **d** Total income. Add all **income** amounts in column (b) and enter total | 2d | | 7010362 |
| **Expenses** | | | |
| **e** Benefit payment and payments to provide benefits: | | | |
| (1) Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 4435341 | |
| (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) | | 4435341 |
| **f** Corrective distributions (see instructions) | 2f | | 11588 |
| **g** Certain deemed distributions of participant loans (see instructions) | 2g | | 0 |
| **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) | 6731 | |
| (4) IQPA audit fees | 2i(4) | 0 | |
| (5) Investment advisory and investment management fees | 2i(5) | 9095 | |
| (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) | | 15826 |
| **j** Total expenses. Add all **expense** amounts in column (b) and enter total | 2j | | 4462755 |
| **Net Income and Reconciliation** | | | |
| **k** Net income (loss). Subtract line **2j** from line **2d** | 2k | | 2547607 |
| **l** Transfers of assets: | | | |
| (1) To this plan | 2l(1) | | 1199713 |
| (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)** [X] Unmodified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

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

**(1)** [X] DOL Regulation 2520.103-8 **(2)** [ ] DOL Regulation 2520.103-12(d) **(3)** [ ] neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

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

**(1)** Name: BAKER NEWMAN & NOYES LLC **(2)** EIN: 01-0494526

**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.) | **4a** | | X | |
| **b** Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.) | **4b** | | X | |
| **c** Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) | **4c** | | X | |
| **d** Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) | **4d** | | X | |
| **e** Was this plan covered by a fidelity bond? | **4e** | X | | 1000000 |
| **f** Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? | **4f** | | X | |
| **g** Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? | **4g** | | X | |
| **h** Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? | **4h** | | X | |
| **i** Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) | **4i** | X | | |
| **j** Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.) | **4j** | | X | |
| **k** Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? | **4k** | | X | |
| **l** Has the plan failed to provide any benefit when due under the plan? | **4l** | | X | |
| **m** If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) | **4m** | X | | |
| **n** If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. | **4n** | X | | |

**5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? [ ] Yes [X] 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) | Retirement Plan Information | OMB No. 1210-0110 |
|---|---|---|
| Department of the Treasury Internal Revenue Service<br>Department of Labor Employee Benefits Security Administration<br>Pension Benefit Guaranty Corporation | 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).<br>▶ **File as an attachment to Form 5500.** | **2023**<br>**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
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(K) PLAN

**B** Three-digit plan number (PN) ▶ 005

**C** Plan sponsor's name as shown on line 2a of Form 5500
MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS

**D** Employer Identification Number (EIN)
47-1044853

## Part I Distributions

**All references to distributions relate only to payments of benefits during the plan year.**

**1** Total value of distributions paid in property other than in cash or the forms of property specified in the instructions ..... | **1** |

**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 ..... | **3** |

## Part II Funding Information

(If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

**4** Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

**If the plan is a defined benefit plan, go to line 8.**

**5** If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

**If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.**

**6 a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) ..... | **6a** |

**b** Enter the amount contributed by the employer to the plan for this plan year ..... | **6b** |

**c** Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) ..... | **6c** |

**If you completed line 6c, skip lines 8 and 9.**

**7** Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

**8** If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

## Part III Amendments

**9** If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

## Part IV ESOPs

(see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

**10** Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

**11 a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

**b** If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

**12** Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

## Part V Additional Information for Multiemployer Defined Benefit Pension Plans

**13** Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

**14** Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

| | | |
|---|---|---|
| **a** The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment) | **14a** | |
| **b** The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment) | **14b** | |
| **c** The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment) | **14c** | |

**15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

| | | |
|---|---|---|
| **a** The corresponding number for the plan year immediately preceding the current plan year | **15a** | |
| **b** The corresponding number for the second preceding plan year | **15b** | |

**16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

| | | |
|---|---|---|
| **a** Enter the number of employers who withdrew during the preceding plan year | **16a** | |
| **b** If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers | **16b** | |

**17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

## Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

**18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

**19** If the total number of participants is 1,000 or more, complete lines (a) 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 06 / 30 / 2020 (MM/DD/YYYY) and the Opinion Letter serial number Q702438A .

BAKER NEWMAN NOYES

# MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan

Financial Statements and Schedule

*Years Ended December 31, 2023 and 2022*
*With Independent Auditors' Report*

Baker Newman & Noyes LLC
MAINE | MASSACHUSETTS | NEW HAMPSHIRE
800.244.7444 | www.bnncpa.com

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BAKER NEWMAN NOYES

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# INDEPENDENT AUDITORS' REPORT

To the Trustees
MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan

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

We have performed audits of the financial statements of MacNeill Pride Group Corp dba Gathr Outdoors 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 statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. 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 years then ended, stating that the certified investment information, as described in Note 5 to the financial statements, is complete and accurate.

## Opinion

In our opinion, based on our audits 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 (U.S. 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 U.S. GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is 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 U.S. 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 U.S. GAAP.

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

**Other Matter – Supplemental Schedule Required by ERISA**

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

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

In our opinion:

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

Baker Newman & Noyes LLC

Portland, Maine
August 19, 2024

**MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(k) PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2023 and 2022

| | 2023 | 2022 |
|---|---|---|
| Assets: | | |
| Investments at fair value: | | |
| Mutual funds | $23,598,331 | $19,205,732 |
| Common collective trust fund | 1,281,412 | 2,009,270 |
| | 24,879,743 | 21,215,002 |
| Receivables: | | |
| Participant notes receivable | 419,756 | 472,813 |
| Total assets | 25,299,499 | 21,687,815 |
| Liabilities: | | |
| Excess contributions payable | 24,114 | 10,396 |
| Net assets available for benefits | $25,275,385 | $21,677,419 |

See accompanying notes.

**MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(k) PLAN**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years Ended December 31, 2023 and 2022

| | 2023 | 2022 |
|---|---|---|
| Changes to net assets attributed to: | | |
| Investment income: | | |
| Net appreciation (depreciation) in fair value of investments | $ 3,962,511 | $ (5,903,350) |
| Interest and dividends on investments | 694,621 | 1,158,643 |
| | 4,657,132 | (4,744,707) |
| Interest on participant loans | 22,131 | 23,447 |
| Contributions: | | |
| Employer | 541,101 | 466,580 |
| Participants | 1,616,615 | 1,320,152 |
| Rollovers | 24,029 | 993,670 |
| | 2,181,745 | 2,780,402 |
| Total changes | 6,861,008 | (1,940,858) |
| Deductions from net assets attributed to: | | |
| Benefits paid to participants | 4,446,929 | 2,247,158 |
| Administrative expenses | 15,826 | 9,867 |
| Total deductions | 4,462,755 | 2,257,025 |
| Net increase (decrease) | 2,398,253 | (4,197,883) |
| Transfer in from other plans | 1,199,713 | 2,618,231 |
| Net assets available for benefits, beginning of year | 21,677,419 | 23,257,071 |
| Net assets available for benefits, end of year | $25,275,385 | $21,677,419 |

See accompanying notes.

## 1. Plan Description

The following description of the MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan (the Plan) provides only general information. Reference should be made to the Plan document and adoption agreement for a more complete description of the Plan's provisions.

The Plan was established to provide eligible employees of MacNeill Pride Group Corp dba Gathr Outdoors (the Company) the opportunity to participate in a tax-deferred savings plan.

On April 22, 2021, the Company acquired GCI Outdoor, Inc. The Plan was amended effective July 30, 2021 to allow predecessor employer service to count toward eligibility for former GCI Outdoor, Inc. employees. The Plan was also amended effective May 10, 2022 to merge the GCI Outdoor, Inc. 401(k) P/S Plan into the Plan. See note 9.

The Company acquired Argon Technologies dba Klymit on July 15, 2021, Rightline Gear, LLC on October 15, 2021 and Cascadia Vehicle Tents, LLC on January 14, 2022. The Plan was amended effective January 1, 2023 to allow predecessor employer service to count toward eligibility for former Klymit, Rightline Gear and Cascadia Vehicle Tents employees.

On June 14, 2023, the Plan was amended. The name of the plan was changed from the Pride Manufacturing Company, LLC 401 (k) Plan to the MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan.

Effective July 3, 2023, the Rightline Gear LLC 401 (k) Profit Sharing Plan, The Helpside Inc. 401 (k) Plan - Argon Technologies and TriNet 401(k) Plan - Cascadia Vehicle Tents, LLC were merged into the Plan. See note 9.

*General*

The Plan is a defined contribution profit sharing plan. All employees are eligible for participation in the Plan upon completion of two months of service. The plan is subject to the provisions of the *Employee Retirement Income Security Act of 1974* (ERISA).

Employees of the Company who do not affirmatively elect otherwise are automatically enrolled in the Plan. Eligible employees will be enrolled in the Plan at a 3% deferral rate, upon completion of two months of service. Participants' deferral rates will be increased by 1% annually to a maximum of 6%. Employees can elect not to participate in the Plan or change their deferral rate as of the first day of each month.

*Contributions*

Participants may elect to defer up to 60% of compensation to their accounts. For the 2023 and 2022 plan years, the deferral was generally limited to $22,500 and $20,500, respectively. In addition, participants who attain the age of 50 may make additional contributions, up to $7,500 and $6,500 for 2023 and 2022, respectively.

## 1. Plan Description (Continued)

The Plan provides for matching contributions by the employer equal to 50% of each participant's elective deferral up to 6% of eligible compensation contributed to the Plan. The Company may also elect to make a discretionary profit sharing contribution on behalf of eligible participants for the plan year. The Company did not make a profit sharing contribution for 2023 and 2022.

*Participant Accounts*

Each participant's account is credited with the participant's contribution and employer matching contribution and allocation of Plan earnings. Participants can direct their contributions and employer matching contributions into any of the investment options offered by the Plan. Forfeitures of terminated participants' nonvested accounts are used to reduce future employer contributions and to pay administrative expenses of the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

At December 31, 2023 and 2022 there was $52,031 and $42,924, respectively, of unallocated forfeitures remaining in the Plan. The Plan used approximately $28,000 and $27,000 of unallocated forfeitures to reduce the employer matching contribution for the years ended December 31, 2023 and 2022, respectively.

*Vesting*

Participants shall be fully vested in their contribution accounts at all times. Participants shall vest in employer matching contributions and any discretionary contributions based upon the elapsed time method. Hours under this method are not counted but rather periods of service are computed. Service with the Company will be included to determine the number of years of service for vesting purposes. Upon death or disability, a participant will obtain 100% vesting in their account balance.

The Company's matching and discretionary profit sharing contributions plus earnings thereon vest according to the following schedule:

| Years of Service | Vested Percentage of Company Contributions |
|---|---|
| Less than one year | 0% |
| One year | 20 |
| Two years | 40 |
| Three years | 60 |
| Four years | 80 |
| Five years | 100 |

For participants who merged into the Plan from the GCI Outdoor, Inc. 401(k) P/S Plan and the Rightline Gear LLC 401(k) Profit Sharing Plan, employer matching and discretionary contributions vest fully after three years of service. These participants become 20% vested after one year of service and 40% after two years of service.

## 1. Plan Description (Continued)

*Distributions*

Participants are entitled to a distribution of their vested benefits at retirement age (the later of age 59½ or the fifth anniversary of the participant's employment commencement date) or upon separation from service. Participants may elect a lump sum payment or an annuity.

Vested account balances greater than $1,000 and up to $5,000 may be automatically distributed to an IRA on the participants' behalf upon termination of employment unless the participant elects a direct distribution to an eligible retirement plan. Vested account balances of $1,000 or less may be automatically distributed to the participant in a lump-sum on the participants' behalf upon termination of employment.

*Participant Notes Receivable*

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. Loan terms generally range from 1 to 5 years, with longer terms allowed for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined by the Plan administrator. During 2023, the interest rate for new loans was approximately the prime interest rate plus 1% (between 8.50% and 9.50%), except for loans used to purchase a primary residence, which bear interest at the prime interest rate less 1%. The interest rate on all participant notes receivable outstanding at December 31, 2023 ranged from 4.25% to 9.50% with maturities through October 2030. Principal and interest are paid ratably through payroll deductions.

*Administrative Costs*

The Company pays certain administrative costs on behalf of the Plan. Certain fees incurred by the Plan for investment management services are included in investment income as they are paid through revenue sharing rather than direct payment.

## 2. Summary of Significant Accounting Policies

*Basis of Accounting*

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

*Management Estimates*

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

## 2. Summary of Significant Accounting Policies (Continued)

*Valuation of Investments and Income Recognition*

Investments are reported at fair value by Fidelity Management Trust Company. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See note 6 for additional discussion of fair value measurements.

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

*Participant Notes Receivable*

Participant notes receivable are measured at their unpaid principal balance plus any accrued but unpaid interest. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

*Payment of Benefits*

Benefits are recorded when paid.

*Contributions*

Contributions from employees and matching employer contributions are recorded during the period in which payroll deductions are made. Profit sharing contributions are recorded in the period in which they are declared.

*Accounting for Uncertainty in Income Taxes*

Management evaluated the Plan's tax positions and concluded that the Plan has maintained its tax exempt status and has taken no uncertain tax positions that require adjustment to or disclosure in the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2020.

*Risks and Uncertainties*

The Plan provides for various investment options which in turn invest 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 pandemics 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 investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

## 2. Summary of Significant Accounting Policies (Continued)

*Subsequent Events*

For the purpose of recognition or disclosure in these financial statements, management of the Company has evaluated subsequent events through August 19, 2024, which is the date the financial statements were available to be issued.

## 3. Tax Status

A qualifying plan is one for which the employer may currently deduct contributions on its income tax return, the employee is not currently taxed on contributions, and the plan income is not taxable.

The Plan is a nonstandardized prototype plan sponsored by Fidelity Management & Research Co. The Internal Revenue Service (IRS) issued an opinion letter for the nonstandardized prototype plan on June 30, 2020 stating that the prototype plan is acceptable under Section 401(a) of the Internal Revenue Code (the Code).

The Plan has been amended since the opinion letter was issued by the IRS. The Plan administrator believes that the Plan is currently being operated in compliance with the terms of the Plan and the Code and remains qualified under the Code and applicable regulations.

## 4. Plan Termination

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

## 5. Investments and Information Certified by the Trustee

The Plan Administrator has elected the method of compliance as permitted by ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing with respect to the information certified by Fidelity Management Trust Company (Fidelity), the trustee, except for comparing such information with the related information included in the Plan's financial statements and supplemental schedule. Fidelity has certified the Plan's investments, investment transactions and investment income as well as participant notes receivable and the related income and transactions as of December 31, 2023 and 2022 and for the years then ended as complete and accurate. The Plan Administrator had determined that Fidelity meets the requirements of a qualified institution as defined by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

## 5. Investments and Information Certified by the Trustee (Continued)

During 2023 and 2022, the Plan held an interest in the Fidelity Managed Income Portfolio Fund and the Fidelity Managed Income Portfolio II fund. These funds are common collective trust funds. The Funds' investment objective is to seek the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. To achieve its investment objective, the Portfolios invest in assets (typically fixed-income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements), enters into "wrap" contracts issued by third parties, and invests in cash equivalents represented by shares in money market funds. The Funds seek to minimize the exposure of the Portfolios to wrap credit risk through, among other means, diversification of the wrap contracts across an approved group of issuers. The Portfolios' ability to receive amounts due pursuant to these contracts is dependent upon the issuers' ability to meet their financial obligations. It is the policy of the Portfolios to use their best efforts to maintain a stable net asset value (NAV) of $1.00 per unit, although there is no guarantee that the Funds will be able to maintain this value.

Additional information about the common collective trust funds may be found in the Funds' separate financial statements.

## 6. Fair Value Measurements

Accounting standards define fair value as 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 (an exit price). For disclosures, a fair value hierarchy prioritizes the input to valuation techniques used to measure fair value into three levels:

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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

## 6. Fair Value Measurements (Continued)

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

*Mutual funds* – Valued based upon quoted market prices, which represent the net asset values of shares held by the Plan.

*Common Collective Trust Funds* – The units of the funds are valued using the NAV practical expedient as determined by the issuer based on the fair value of underlying assets. Participants can redeem and trade in these funds daily. There are no redemption restrictions or unfunded commitments.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

| | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| 2023 | | | | |
| Mutual funds | $23,598,331 | $ – | $ – | $23,598,331 |
| Investments measured at net asset value [(a)] | | | | |
| Common collective trust fund | | | | 1,281,412 |
| Total investments | | | | $24,879,743 |
| 2022 | | | | |
| Mutual funds | $19,205,732 | $ – | $ – | $19,205,732 |
| Investments measured at net asset value [(a)] | | | | |
| Common collective trust fund | | | | 2,009,270 |
| Total investments | | | | $21,215,002 |

[(a)] In accordance with Accounting Standards Codification Topic 820, *Fair Value Measurement*, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

## 7. Party-in-Interest Transactions

The Plan's investments are managed by Fidelity Investments. Fidelity Management Trust Company and Fidelity Investment Institutional Operations Company, Inc., which are part of the Fidelity Investments organization, serve as the Plan's trustee and recordkeeper, respectively. Therefore, transactions involving the Plan's investments qualify as party-in-interest transactions; however, they are exempt from prohibited transaction rules under ERISA. Administrative fees paid by the Plan to Fidelity totaled $6,731 and $4,531 for the years ended December 31, 2023 and 2022, respectively. In addition, loans to participants qualify as party-in-interest transactions.

## 8. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of the significant differences between the financial statements and the Form 5500 as of and for the year ended December 31, 2023:

| | |
|---|---|
| Net assets available for benefits per the financial statements | $25,275,385 |
| Excess contributions payable | 24,114 |
| Net assets per Form 5500 | $25,299,499 |
| Net increase in net assets available for benefits per financial statements | $ 2,398,253 |
| Change in excess contributions payable | 13,718 |
| Change in adjustment for common collective trust fund | 135,636 |
| Net income per Form 5500 | $ 2,547,607 |

The following is a reconciliation of the significant differences between the financial statements and the Form 5500 as of and for the year ended December 31, 2022:

| | |
|---|---|
| Net assets available for benefits per the financial statements | $21,677,419 |
| Valuation of common collective trust fund | (135,636) |
| Excess contributions payable | 10,396 |
| Net assets per Form 5500 | $21,552,179 |
| Net decrease in net assets available for benefits per financial statements | $ (4,197,883) |
| Change in excess contributions payable | 10,396 |
| Change in adjustment for common collective trust fund | (150,166) |
| Net loss per Form 5500 | $ (4,337,653) |

Participant notes receivable are reflected as receivables on the financial statements which is different from the Form 5500 presentation. On Form 5500, participant notes receivable are classified as investments.

At December 31, 2023, the common collective trust fund was reported at fair value using the net asset practical expedient for the Form 5500 reporting. At December 31, 2022, the common collective trust fund was reported at fair value without using the net asset practical expedient for the Form 5500 reporting.

## 9. Net Assets Transferred In

The Board of Directors of Gathr Outdoors, the Plan's Sponsor, elected to merge the GCI Outdoors, Inc. 401(k) P/S Plan into the Plan effective May 10, 2022. Plan assets of approximately $2,618,000 consisting of participant investments in mutual funds were transferred to the Plan on June 10, 2022.

The Board of Directors elected to merge the Rightline Gear LLC 401 (k) Profit Sharing Plan, The Helpside Inc. 401 (k) Plan, and the TriNet 401(k) Plan into the Plan effective July 3, 2023. Plan assets of approximately $99,000, $1,100,000 and $1,000, respectively, consisting of participant investments in mutual funds were transferred to the Plan on August 2, 2023, July 7, 2023, and July 10, 2023, respectively.

**MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(k) PLAN**

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN #47-1044853
Plan #005

December 31, 2023

| (a) | (b) Identity of Issue, Borrower, Lessor or Similar Party | (c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value | (d) Cost [1] | (e) Current Value |
|---|---|---|---|---|
| | PIMCO | Total Return Fund | $ – | $ 164,514 |
| * | Fidelity Investments | Puritan Fund K6 | – | 508,638 |
| * | Fidelity Investments | Contra Fund K6 | – | 1,422,231 |
| * | Fidelity Investments | Blue Chip Growth Fund K6 | – | 4,217,080 |
| * | Fidelity Investments | Low Priced Stock Fund K6 | – | 802,442 |
| * | Fidelity Investments | Freedom Index Income Fund Investor Class | – | 174,943 |
| * | Fidelity Investments | Freedom Index 2010 Fund Investor Class | – | 123,932 |
| * | Fidelity Investments | Freedom Index 2015 Fund Investor Class | – | 339,728 |
| * | Fidelity Investments | Freedom Index 2020 Fund Investor Class | – | 292,532 |
| * | Fidelity Investments | Freedom Index 2025 Fund Investor Class | – | 1,205,425 |
| * | Fidelity Investments | Freedom Index 2030 Fund Investor Class | – | 1,952,692 |
| * | Fidelity Investments | Freedom Index 2035 Fund Investor Class | – | 1,078,973 |
| * | Fidelity Investments | Freedom Index 2040 Fund Investor Class | – | 833,831 |
| * | Fidelity Investments | Freedom Index 2045 Fund Investor Class | – | 1,545,795 |
| * | Fidelity Investments | Freedom Index 2050 Fund Investor Class | – | 1,056,669 |
| * | Fidelity Investments | Freedom Index 2055 Fund Investor Class | – | 566,558 |
| * | Fidelity Investments | Freedom Index 2060 Fund Investor Class | – | 248,831 |
| * | Fidelity Investments | Freedom Index 2065 Fund Investor Class | – | 126,227 |
| * | Fidelity Investments | Managed Income Portfolio II (Stable Value Fund) | – | 1,281,412 |
| * | Fidelity Investments | Diversified International Fund K6 | – | 208,205 |
| * | Fidelity Investments | 500 Index Adv Premium Class | – | 2,801,723 |
| * | Fidelity Investments | US Bond Index Fund | – | 427,856 |
| * | Fidelity Investments | International Index Fund | – | 390,751 |
| * | Fidelity Investments | Mid Cap Index Fund | – | 651,310 |
| * | Fidelity Investments | Small Cap Index Fund | – | 171,838 |
| | Carillon | E Mid Cap Growth R6 | – | 157,168 |
| | MFS | Value R6 | – | 1,146,935 |
| | Janus Henderson | J H Growth and Income Fund Class N | – | 674,642 |
| | American Century | American Century Mid Cap Value R6 | – | 306,862 |
| * | Participant Notes Receivable | Interest at 4.25% – 9.50% | – | 419,756 |
| | | | | $ 25,299,499 |

* Denotes party-in-interest

[1] All participant-directed funds; therefore, cost information may be omitted.

The above information has been certified by Fidelity Management Trust Company, the trustee, as complete and accurate.

BAKER NEWMAN NOYES

# MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan

Financial Statements and Schedule

*Years Ended December 31, 2023 and 2022*
*With Independent Auditors' Report*

Baker Newman & Noyes LLC
MAINE | MASSACHUSETTS | NEW HAMPSHIRE
800.244.7444 | www.bnncpa.com

HLB WE ARE AN INDEPENDENT MEMBER OF THE GLOBAL ADVISORY AND ACCOUNTING NETWORK

BAKER NEWMAN NOYES

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# INDEPENDENT AUDITORS' REPORT

To the Trustees
MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan

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

We have performed audits of the financial statements of MacNeill Pride Group Corp dba Gathr Outdoors 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 statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. 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 years then ended, stating that the certified investment information, as described in Note 5 to the financial statements, is complete and accurate.

## Opinion

In our opinion, based on our audits 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 (U.S. 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 U.S. GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is 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 U.S. 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 U.S. GAAP.

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

**Other Matter – Supplemental Schedule Required by ERISA**

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

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

In our opinion:

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

Baker Newman & Noyes LLC

Portland, Maine
August 19, 2024

**MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(k) PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2023 and 2022

| | 2023 | 2022 |
|---|---|---|
| Assets: | | |
| Investments at fair value: | | |
| Mutual funds | $23,598,331 | $19,205,732 |
| Common collective trust fund | 1,281,412 | 2,009,270 |
| | 24,879,743 | 21,215,002 |
| Receivables: | | |
| Participant notes receivable | 419,756 | 472,813 |
| Total assets | 25,299,499 | 21,687,815 |
| Liabilities: | | |
| Excess contributions payable | 24,114 | 10,396 |
| Net assets available for benefits | $25,275,385 | $21,677,419 |

See accompanying notes.

**MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(k) PLAN**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years Ended December 31, 2023 and 2022

| | 2023 | 2022 |
|---|---|---|
| Changes to net assets attributed to: | | |
| Investment income: | | |
| Net appreciation (depreciation) in fair value of investments | $ 3,962,511 | $ (5,903,350) |
| Interest and dividends on investments | 694,621 | 1,158,643 |
| | 4,657,132 | (4,744,707) |
| Interest on participant loans | 22,131 | 23,447 |
| Contributions: | | |
| Employer | 541,101 | 466,580 |
| Participants | 1,616,615 | 1,320,152 |
| Rollovers | 24,029 | 993,670 |
| | 2,181,745 | 2,780,402 |
| Total changes | 6,861,008 | (1,940,858) |
| Deductions from net assets attributed to: | | |
| Benefits paid to participants | 4,446,929 | 2,247,158 |
| Administrative expenses | 15,826 | 9,867 |
| Total deductions | 4,462,755 | 2,257,025 |
| Net increase (decrease) | 2,398,253 | (4,197,883) |
| Transfer in from other plans | 1,199,713 | 2,618,231 |
| Net assets available for benefits, beginning of year | 21,677,419 | 23,257,071 |
| Net assets available for benefits, end of year | $25,275,385 | $21,677,419 |

See accompanying notes.

## 1. Plan Description

The following description of the MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan (the Plan) provides only general information. Reference should be made to the Plan document and adoption agreement for a more complete description of the Plan's provisions.

The Plan was established to provide eligible employees of MacNeill Pride Group Corp dba Gathr Outdoors (the Company) the opportunity to participate in a tax-deferred savings plan.

On April 22, 2021, the Company acquired GCI Outdoor, Inc. The Plan was amended effective July 30, 2021 to allow predecessor employer service to count toward eligibility for former GCI Outdoor, Inc. employees. The Plan was also amended effective May 10, 2022 to merge the GCI Outdoor, Inc. 401(k) P/S Plan into the Plan. See note 9.

The Company acquired Argon Technologies dba Klymit on July 15, 2021, Rightline Gear, LLC on October 15, 2021 and Cascadia Vehicle Tents, LLC on January 14, 2022. The Plan was amended effective January 1, 2023 to allow predecessor employer service to count toward eligibility for former Klymit, Rightline Gear and Cascadia Vehicle Tents employees.

On June 14, 2023, the Plan was amended. The name of the plan was changed from the Pride Manufacturing Company, LLC 401 (k) Plan to the MacNeill Pride Group Corp dba Gathr Outdoors 401(k) Plan.

Effective July 3, 2023, the Rightline Gear LLC 401 (k) Profit Sharing Plan, The Helpside Inc. 401 (k) Plan - Argon Technologies and TriNet 401(k) Plan - Cascadia Vehicle Tents, LLC were merged into the Plan. See note 9.

*General*

The Plan is a defined contribution profit sharing plan. All employees are eligible for participation in the Plan upon completion of two months of service. The plan is subject to the provisions of the *Employee Retirement Income Security Act of 1974* (ERISA).

Employees of the Company who do not affirmatively elect otherwise are automatically enrolled in the Plan. Eligible employees will be enrolled in the Plan at a 3% deferral rate, upon completion of two months of service. Participants' deferral rates will be increased by 1% annually to a maximum of 6%. Employees can elect not to participate in the Plan or change their deferral rate as of the first day of each month.

*Contributions*

Participants may elect to defer up to 60% of compensation to their accounts. For the 2023 and 2022 plan years, the deferral was generally limited to $22,500 and $20,500, respectively. In addition, participants who attain the age of 50 may make additional contributions, up to $7,500 and $6,500 for 2023 and 2022, respectively.

## 1. Plan Description (Continued)

The Plan provides for matching contributions by the employer equal to 50% of each participant's elective deferral up to 6% of eligible compensation contributed to the Plan. The Company may also elect to make a discretionary profit sharing contribution on behalf of eligible participants for the plan year. The Company did not make a profit sharing contribution for 2023 and 2022.

*Participant Accounts*

Each participant's account is credited with the participant's contribution and employer matching contribution and allocation of Plan earnings. Participants can direct their contributions and employer matching contributions into any of the investment options offered by the Plan. Forfeitures of terminated participants' nonvested accounts are used to reduce future employer contributions and to pay administrative expenses of the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

At December 31, 2023 and 2022 there was $52,031 and $42,924, respectively, of unallocated forfeitures remaining in the Plan. The Plan used approximately $28,000 and $27,000 of unallocated forfeitures to reduce the employer matching contribution for the years ended December 31, 2023 and 2022, respectively.

*Vesting*

Participants shall be fully vested in their contribution accounts at all times. Participants shall vest in employer matching contributions and any discretionary contributions based upon the elapsed time method. Hours under this method are not counted but rather periods of service are computed. Service with the Company will be included to determine the number of years of service for vesting purposes. Upon death or disability, a participant will obtain 100% vesting in their account balance.

The Company's matching and discretionary profit sharing contributions plus earnings thereon vest according to the following schedule:

| Years of Service | Vested Percentage of Company Contributions |
|---|---|
| Less than one year | 0% |
| One year | 20 |
| Two years | 40 |
| Three years | 60 |
| Four years | 80 |
| Five years | 100 |

For participants who merged into the Plan from the GCI Outdoor, Inc. 401(k) P/S Plan and the Rightline Gear LLC 401(k) Profit Sharing Plan, employer matching and discretionary contributions vest fully after three years of service. These participants become 20% vested after one year of service and 40% after two years of service.

## 1. Plan Description (Continued)

*Distributions*

Participants are entitled to a distribution of their vested benefits at retirement age (the later of age 59½ or the fifth anniversary of the participant's employment commencement date) or upon separation from service. Participants may elect a lump sum payment or an annuity.

Vested account balances greater than $1,000 and up to $5,000 may be automatically distributed to an IRA on the participants' behalf upon termination of employment unless the participant elects a direct distribution to an eligible retirement plan. Vested account balances of $1,000 or less may be automatically distributed to the participant in a lump-sum on the participants' behalf upon termination of employment.

*Participant Notes Receivable*

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. Loan terms generally range from 1 to 5 years, with longer terms allowed for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined by the Plan administrator. During 2023, the interest rate for new loans was approximately the prime interest rate plus 1% (between 8.50% and 9.50%), except for loans used to purchase a primary residence, which bear interest at the prime interest rate less 1%. The interest rate on all participant notes receivable outstanding at December 31, 2023 ranged from 4.25% to 9.50% with maturities through October 2030. Principal and interest are paid ratably through payroll deductions.

*Administrative Costs*

The Company pays certain administrative costs on behalf of the Plan. Certain fees incurred by the Plan for investment management services are included in investment income as they are paid through revenue sharing rather than direct payment.

## 2. Summary of Significant Accounting Policies

*Basis of Accounting*

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

*Management Estimates*

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

## 2. Summary of Significant Accounting Policies (Continued)

*Valuation of Investments and Income Recognition*

Investments are reported at fair value by Fidelity Management Trust Company. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See note 6 for additional discussion of fair value measurements.

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

*Participant Notes Receivable*

Participant notes receivable are measured at their unpaid principal balance plus any accrued but unpaid interest. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

*Payment of Benefits*

Benefits are recorded when paid.

*Contributions*

Contributions from employees and matching employer contributions are recorded during the period in which payroll deductions are made. Profit sharing contributions are recorded in the period in which they are declared.

*Accounting for Uncertainty in Income Taxes*

Management evaluated the Plan's tax positions and concluded that the Plan has maintained its tax exempt status and has taken no uncertain tax positions that require adjustment to or disclosure in the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2020.

*Risks and Uncertainties*

The Plan provides for various investment options which in turn invest 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 pandemics 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 investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

## 2. Summary of Significant Accounting Policies (Continued)

*Subsequent Events*

For the purpose of recognition or disclosure in these financial statements, management of the Company has evaluated subsequent events through August 19, 2024, which is the date the financial statements were available to be issued.

## 3. Tax Status

A qualifying plan is one for which the employer may currently deduct contributions on its income tax return, the employee is not currently taxed on contributions, and the plan income is not taxable.

The Plan is a nonstandardized prototype plan sponsored by Fidelity Management & Research Co. The Internal Revenue Service (IRS) issued an opinion letter for the nonstandardized prototype plan on June 30, 2020 stating that the prototype plan is acceptable under Section 401(a) of the Internal Revenue Code (the Code).

The Plan has been amended since the opinion letter was issued by the IRS. The Plan administrator believes that the Plan is currently being operated in compliance with the terms of the Plan and the Code and remains qualified under the Code and applicable regulations.

## 4. Plan Termination

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

## 5. Investments and Information Certified by the Trustee

The Plan Administrator has elected the method of compliance as permitted by ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing with respect to the information certified by Fidelity Management Trust Company (Fidelity), the trustee, except for comparing such information with the related information included in the Plan's financial statements and supplemental schedule. Fidelity has certified the Plan's investments, investment transactions and investment income as well as participant notes receivable and the related income and transactions as of December 31, 2023 and 2022 and for the years then ended as complete and accurate. The Plan Administrator had determined that Fidelity meets the requirements of a qualified institution as defined by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

## 5. Investments and Information Certified by the Trustee (Continued)

During 2023 and 2022, the Plan held an interest in the Fidelity Managed Income Portfolio Fund and the Fidelity Managed Income Portfolio II fund. These funds are common collective trust funds. The Funds' investment objective is to seek the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. To achieve its investment objective, the Portfolios invest in assets (typically fixed-income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements), enters into "wrap" contracts issued by third parties, and invests in cash equivalents represented by shares in money market funds. The Funds seek to minimize the exposure of the Portfolios to wrap credit risk through, among other means, diversification of the wrap contracts across an approved group of issuers. The Portfolios' ability to receive amounts due pursuant to these contracts is dependent upon the issuers' ability to meet their financial obligations. It is the policy of the Portfolios to use their best efforts to maintain a stable net asset value (NAV) of $1.00 per unit, although there is no guarantee that the Funds will be able to maintain this value.

Additional information about the common collective trust funds may be found in the Funds' separate financial statements.

## 6. Fair Value Measurements

Accounting standards define fair value as 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 (an exit price). For disclosures, a fair value hierarchy prioritizes the input to valuation techniques used to measure fair value into three levels:

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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

## 6. Fair Value Measurements (Continued)

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

*Mutual funds* – Valued based upon quoted market prices, which represent the net asset values of shares held by the Plan.

*Common Collective Trust Funds* – The units of the funds are valued using the NAV practical expedient as determined by the issuer based on the fair value of underlying assets. Participants can redeem and trade in these funds daily. There are no redemption restrictions or unfunded commitments.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

| | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| 2023 | | | | |
| Mutual funds | $23,598,331 | $ – | $ – | $23,598,331 |
| Investments measured at net asset value [(a)] | | | | |
| Common collective trust fund | | | | 1,281,412 |
| Total investments | | | | $24,879,743 |
| 2022 | | | | |
| Mutual funds | $19,205,732 | $ – | $ – | $19,205,732 |
| Investments measured at net asset value [(a)] | | | | |
| Common collective trust fund | | | | 2,009,270 |
| Total investments | | | | $21,215,002 |

[(a)] In accordance with Accounting Standards Codification Topic 820, *Fair Value Measurement*, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

## 7. Party-in-Interest Transactions

The Plan's investments are managed by Fidelity Investments. Fidelity Management Trust Company and Fidelity Investment Institutional Operations Company, Inc., which are part of the Fidelity Investments organization, serve as the Plan's trustee and recordkeeper, respectively. Therefore, transactions involving the Plan's investments qualify as party-in-interest transactions; however, they are exempt from prohibited transaction rules under ERISA. Administrative fees paid by the Plan to Fidelity totaled $6,731 and $4,531 for the years ended December 31, 2023 and 2022, respectively. In addition, loans to participants qualify as party-in-interest transactions.

## 8. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of the significant differences between the financial statements and the Form 5500 as of and for the year ended December 31, 2023:

| | |
|---|---|
| Net assets available for benefits per the financial statements | $25,275,385 |
| Excess contributions payable | 24,114 |
| Net assets per Form 5500 | $25,299,499 |
| Net increase in net assets available for benefits per financial statements | $ 2,398,253 |
| Change in excess contributions payable | 13,718 |
| Change in adjustment for common collective trust fund | 135,636 |
| Net income per Form 5500 | $ 2,547,607 |

The following is a reconciliation of the significant differences between the financial statements and the Form 5500 as of and for the year ended December 31, 2022:

| | |
|---|---|
| Net assets available for benefits per the financial statements | $21,677,419 |
| Valuation of common collective trust fund | (135,636) |
| Excess contributions payable | 10,396 |
| Net assets per Form 5500 | $21,552,179 |
| Net decrease in net assets available for benefits per financial statements | $ (4,197,883) |
| Change in excess contributions payable | 10,396 |
| Change in adjustment for common collective trust fund | (150,166) |
| Net loss per Form 5500 | $ (4,337,653) |

Participant notes receivable are reflected as receivables on the financial statements which is different from the Form 5500 presentation. On Form 5500, participant notes receivable are classified as investments.

At December 31, 2023, the common collective trust fund was reported at fair value using the net asset practical expedient for the Form 5500 reporting. At December 31, 2022, the common collective trust fund was reported at fair value without using the net asset practical expedient for the Form 5500 reporting.

## 9. Net Assets Transferred In

The Board of Directors of Gathr Outdoors, the Plan's Sponsor, elected to merge the GCI Outdoors, Inc. 401(k) P/S Plan into the Plan effective May 10, 2022. Plan assets of approximately $2,618,000 consisting of participant investments in mutual funds were transferred to the Plan on June 10, 2022.

The Board of Directors elected to merge the Rightline Gear LLC 401 (k) Profit Sharing Plan, The Helpside Inc. 401 (k) Plan, and the TriNet 401(k) Plan into the Plan effective July 3, 2023. Plan assets of approximately $99,000, $1,100,000 and $1,000, respectively, consisting of participant investments in mutual funds were transferred to the Plan on August 2, 2023, July 7, 2023, and July 10, 2023, respectively.

**MACNEILL PRIDE GROUP CORP DBA GATHR OUTDOORS 401(k) PLAN**

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN #47-1044853
Plan #005

December 31, 2023

| (a) | (b) Identity of Issue, Borrower, Lessor or Similar Party | (c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value | (d) Cost [1] | (e) Current Value |
|---|---|---|---|---|
| | PIMCO | Total Return Fund | $ – | $ 164,514 |
| * | Fidelity Investments | Puritan Fund K6 | – | 508,638 |
| * | Fidelity Investments | Contra Fund K6 | – | 1,422,231 |
| * | Fidelity Investments | Blue Chip Growth Fund K6 | – | 4,217,080 |
| * | Fidelity Investments | Low Priced Stock Fund K6 | – | 802,442 |
| * | Fidelity Investments | Freedom Index Income Fund Investor Class | – | 174,943 |
| * | Fidelity Investments | Freedom Index 2010 Fund Investor Class | – | 123,932 |
| * | Fidelity Investments | Freedom Index 2015 Fund Investor Class | – | 339,728 |
| * | Fidelity Investments | Freedom Index 2020 Fund Investor Class | – | 292,532 |
| * | Fidelity Investments | Freedom Index 2025 Fund Investor Class | – | 1,205,425 |
| * | Fidelity Investments | Freedom Index 2030 Fund Investor Class | – | 1,952,692 |
| * | Fidelity Investments | Freedom Index 2035 Fund Investor Class | – | 1,078,973 |
| * | Fidelity Investments | Freedom Index 2040 Fund Investor Class | – | 833,831 |
| * | Fidelity Investments | Freedom Index 2045 Fund Investor Class | – | 1,545,795 |
| * | Fidelity Investments | Freedom Index 2050 Fund Investor Class | – | 1,056,669 |
| * | Fidelity Investments | Freedom Index 2055 Fund Investor Class | – | 566,558 |
| * | Fidelity Investments | Freedom Index 2060 Fund Investor Class | – | 248,831 |
| * | Fidelity Investments | Freedom Index 2065 Fund Investor Class | – | 126,227 |
| * | Fidelity Investments | Managed Income Portfolio II (Stable Value Fund) | – | 1,281,412 |
| * | Fidelity Investments | Diversified International Fund K6 | – | 208,205 |
| * | Fidelity Investments | 500 Index Adv Premium Class | – | 2,801,723 |
| * | Fidelity Investments | US Bond Index Fund | – | 427,856 |
| * | Fidelity Investments | International Index Fund | – | 390,751 |
| * | Fidelity Investments | Mid Cap Index Fund | – | 651,310 |
| * | Fidelity Investments | Small Cap Index Fund | – | 171,838 |
| | Carillon | E Mid Cap Growth R6 | – | 157,168 |
| | MFS | Value R6 | – | 1,146,935 |
| | Janus Henderson | J H Growth and Income Fund Class N | – | 674,642 |
| | American Century | American Century Mid Cap Value R6 | – | 306,862 |
| * | Participant Notes Receivable | Interest at 4.25% – 9.50% | – | 419,756 |
| | | | | $ 25,299,499 |

* Denotes party-in-interest

[1] All participant-directed funds; therefore, cost information may be omitted.

The above information has been certified by Fidelity Management Trust Company, the trustee, as complete and accurate.