

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2023 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____ ☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan PIEDMONT NATIONAL CORPORATION 401(K) RETIREMENT PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 07/01/1976
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) PIEDMONT NATIONAL CORPORATION 1561 SOUTHLAND CIRCLE NW ATLANTA, GA 30318
2b	Employer Identification Number (EIN) 58-0707747
2c	Plan Sponsor's telephone number 404-351-6130
2d	Business code (see instructions) 424990

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.	09/13/2024	SANDY HUMBERT
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 323
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 276 6a(2) 262 6b 11 6c 32 6d 305 6e 0 6f 305 6g(1) 309 6g(2) 302 6h 17
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:

2A 2E 2F 2G 2K 2S 2T 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) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

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

b General Schedules

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

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2023 Form M-1 annual report. If the plan was not required to file the 2023 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan	B Three-digit plan number (PN)	001
PIEDMONT NATIONAL CORPORATION 401(K) RETIREMENT PLAN		
C Plan sponsor's name as shown on line 2a of Form 5500	D Employer Identification Number (EIN)	
PIEDMONT NATIONAL CORPORATION	58-0707747	

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

(a) Name of insurance carrier
TRANSAMERICA FINANCIAL LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
36-6071399	70688	517736-000		01/01/2023	12/31/2023

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	7737

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

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
FUTUREPLAN BY ASCENSUS
PO BOX 734602
CHICAGO, IL 60673

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
	7737	FEES	5

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	
5	Current value of plan's interest under this contract in separate accounts at year end.....	5	
6	Contracts With Allocated Funds:		
a	State the basis of premium rates ▶		
b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year.....	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	
e	Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity (3) ☐ other (specify) ▶		
f	If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐		
7	Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)		
a	Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☐ other ▶		
b	Balance at the end of the previous year	7b	
c	Additions: (1) Contributions deposited during the year	7c(1)	
	(2) Dividends and credits	7c(2)	
	(3) Interest credited during the year	7c(3)	
	(4) Transferred from separate account.....	7c(4)	
	(5) Other (specify below)	7c(5)	
	(6) Total additions	7c(6)	0
d	Total of balance and additions (add lines 7b and 7c(6))	7d	0
e	Deductions:		
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
	(2) Administration charge made by carrier	7e(2)	
	(3) Transferred to separate account.....	7e(3)	
	(4) Other (specify below)	7e(4)	
	(5) Total deductions	7e(5)	0
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	0

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	0
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount	10b	

Specify nature of costs.

Part IV Provision of Information

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

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

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

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan PIEDMONT NATIONAL CORPORATION 401(K) RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PIEDMONT NATIONAL CORPORATION	D Employer Identification Number (EIN) 58-0707747	

Part I

Service Provider Information (see instructions)

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

1

Information on Persons Receiving Only Eligible Indirect Compensation

- a

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

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
TRANSAMERICA RETIREMENT SOLUTIONS
13-3689044

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
MERRILL LYNCH PIERCE FENNER & SMITH
13-5674085

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

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

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

BANK OF AMERICA NA

13-5674085

(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	INVESTMENT ADVISORY-PLAN	55936	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TRANSAMERICA RETIREMENT SOLUTIONS

13-3689044

(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?
15 37 52 62 64 67	RECORDKEEPER	57787	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

FUTUREPLAN BY ASCENSUS

82-3719843

(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?
15 37 64	RECORDKEEPER	0	Yes ☒ No ☐	Yes ☒ No ☐	123	Yes ☐ No ☒

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan PIEDMONT NATIONAL CORPORATION 401(K) RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PIEDMONT NATIONAL CORPORATION		
		D Employer Identification Number (EIN) 58-0707747

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets	(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	1034077	934523
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	312186	266399
(9) Value of interest in common/collective trusts	1c(9)	5960457	6174856
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	28674700	35735653
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	35981420	43111431
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	35981420	43111431

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)	934523	
(B) Participants	2a(1)(B)	2089591	
(C) Others (including rollovers)	2a(1)(C)	28153	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		3052267
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	15907	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		15907
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	940723	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		940723
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		4895294
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		8904191

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1664288	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		1664288
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees.....	2i(2)	109892	
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)		
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)		
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		109892
j Total expenses. Add all expense amounts in column (b) and enter total	2j		1774180

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		7130011
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **BIRNBREY MINSK MINSK & PERLING, LLC**

(2) EIN: **58-0644812**

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.)		☒	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation		Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.		OMB No. 1210-0110 2023 This Form is Open to Public Inspection.	
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023					
A Name of plan PIEDMONT NATIONAL CORPORATION 401(K) RETIREMENT PLAN				B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PIEDMONT NATIONAL CORPORATION				D Employer Identification Number (EIN) 58-0707747	
Part I Distributions					
All references to distributions relate only to payments of benefits during the plan year.					
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....				1	0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 36-6071399					
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					
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.				Schedule R (Form 5500) 2023 v. 230707	

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for: a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment) b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment) c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14a 14b 14c	
15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to: a The corresponding number for the plan year immediately preceding the current plan year b The corresponding number for the second preceding plan year	15a 15b	
16 Information with respect to any employers who withdrew from the plan during the preceding plan year: a Enter the number of employers who withdrew during the preceding plan year b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16a 16b	
17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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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
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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 ____/____/____ (MM/DD/YYYY) and the Opinion Letter serial number _____.	

**PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN**

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL INFORMATION**

YEARS ENDED DECEMBER 31, 2023 AND 2022

**PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
YEARS ENDED DECEMBER 31, 2023 AND 2022**

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BMM&P

BIRNBREY, MINSK, MINSK & PERLING LLC
CERTIFIED PUBLIC ACCOUNTANTS

DONALD MINSK, C.P.A.
EDDIE BIRNBREY, C.P.A.
RICHARD M. MENDEL, C.P.A.
WARREN MORRISON, C.P.A., MTX
MICHAEL S. ARONIN, C.P.A., MTX
ROEI BACHAR, C.P.A.
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Member AICPA (American
Institute of Certified
Public Accountants)



INDEPENDENT AUDITORS' REPORT

To the Investment Committee of the
Piedmont National Corporation 401(k) Retirement Plan
Atlanta, Georgia

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

We have performed audits of the accompanying financial statements of Piedmont National Corporation 401(k) Retirement 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 (modified cash basis) as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits (modified cash basis) 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 audit of Piedmont National Corporation 401(k) Retirement Plan financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 a bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosures under ERISA (qualified institution).

Management has obtained a certification 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 C 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 financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the financial statements referred to above 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. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements related to our audit. 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 these financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. 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 Piedmont National Corporation 401(K) Retirement Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments; administering the plan; and determining that the plan's transactions that are presented and disclosed in the financial statement 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards 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 generally accepted auditing standards, 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 Piedmont National Corporation 401(k) Retirement 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 Piedmont National Corporation 401(k) Retirement 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 accounting principles generally accepted in the United States of America.

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

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

Supplemental Schedules Required by ERISA

The supplemental information in the accompanying 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying

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

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

In our opinion –

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

Birnbraey, Minsk, Minsk + Perling LLC

July 25, 2024

**PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
DECEMBER 31, 2023 AND 2022**

	<u>2023</u>	<u>2022</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE (Notes C and D)	<u>\$41,910,509</u>	<u>\$34,635,157</u>
RECEIVABLES:		
Employer Contribution	934,523	1,034,077
Notes Receivable from Participants	<u>266,399</u>	<u>312,186</u>
Total Receivables	<u>1,200,922</u>	<u>1,346,263</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$43,111,431</u></u>	<u><u>\$35,981,420</u></u>

SEE ACCOMPANYING NOTES

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS (DEDUCTIONS) TO NET ASSETS		
ATTRIBUTED TO:		
Investment Income (Loss) (Note C):		
Net Appreciation (Depreciation) in Fair Value of Investments	\$ 4,895,294	\$ (7,131,154)
Dividends	940,723	695,670
	<u>5,836,017</u>	<u>(6,435,484)</u>
Less Investment Expenses	(6,301)	(4,062)
	<u>5,829,716</u>	<u>(6,439,546)</u>
Net Investment Income (Loss)		
Interest Income on Notes Receivable from Participants	<u>15,907</u>	<u>13,766</u>
Contributions:		
Participant	2,089,591	1,863,074
Employer	934,523	1,034,077
Rollover	27,843	43,364
Other	310	4,545
	<u>3,052,267</u>	<u>2,945,060</u>
TOTAL ADDITIONS (DEDUCTIONS) TO NET ASSETS	<u>8,897,890</u>	<u>(3,480,720)</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits Paid to Participants	1,633,016	1,984,736
Administrative Expenses (Note B)	94,253	95,395
Fees (Note B)	9,338	7,791
Deemed Distributions	31,272	9,172
	<u>1,767,879</u>	<u>2,097,094</u>
TOTAL DEDUCTIONS FROM NET ASSETS		
NET INCREASE (DECREASE) IN NET ASSETS	7,130,011	(5,577,814)
NET ASSETS AVAILABLE FOR BENEFITS -		
 BEGINNING OF YEAR	<u>35,981,420</u>	<u>41,559,234</u>
NET ASSETS AVAILABLE FOR BENEFITS -		
 END OF YEAR	<u>\$43,111,431</u>	<u>\$35,981,420</u>

SEE ACCOMPANYING NOTES

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE A – DESCRIPTION OF THE PLAN

The following description of the **Piedmont National Corporation** (the **Company**) **401(k) Retirement Plan** (the **Plan**) provides only general information. Participants should refer to the **Plan** document for a more complete description of the **Plan's** provisions.

General

The **Plan** is a defined contribution plan covering substantially all employees of the **Company**, with specific exclusions defined in the **Plan** document. Under the **Plan**, employees are eligible to participate in the **Plan** after they have completed two months of service. Employees are eligible for the discretionary employer matching contribution if they are employed on the last day of the **Plan** year. In addition, employees are eligible for the discretionary employer nonelective contribution if they are employed on the last day of the **Plan** year and they have completed 1,000 hours of service during the **Plan** year. Participants who are not employed on the last day of the year will still be eligible for the discretionary employer matching and discretionary nonelective contributions, regardless of completed hours of service during the **Plan** year, if their termination is a result of death, disability, or retirement. The **Plan** is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions

Each year participants may contribute up to 100% of pretax annual compensation, as defined in the **Plan** document. If a newly eligible participant fails to file a salary reduction election with the **Plan** administrator, such participant will be automatically enrolled in the **Plan** to contribute 3% of pretax annual compensation and those contributions are invested in a default fund until changed by the participant. The default fund is currently established as the appropriate TIAA-CREF Lifecycle Index Fund. In addition to the automatic enrollment, the **Plan** provides for an automatic escalation of 1% per year up to a maximum of 10%. The increase in the deferral percentage will be effective at the beginning of the **Plan** year following the date deferrals were first automatically withheld from a participant's pay. Participants may change or override the automatic escalation at any time. Participants who have attained age 50 before the end of the **Plan** year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans, referred to as rollovers. Participants direct the investment of their contributions, discretionary employer matching contributions, and discretionary nonelective contributions into various investment options offered by the **Plan**. The **Plan** currently offers various mutual funds and a stable value fund as investment options for participants.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE A – DESCRIPTION OF THE PLAN (Continued)

Participant Accounts

Each participant's account is credited with the participant's contribution, the **Company's** discretionary matching contributions, an allocation of the **Company's** discretionary nonelective contributions, and an allocation of **Plan** earnings or losses. Each participant is charged with an allocation of investment expenses, administrative expenses, and fees. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined in the **Plan** document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the **Company's** discretionary matching and nonelective contributions portion of their accounts is based on years of continuous service. A participant is 100% vested after six years of credited service. If continuous service is terminated by death, disability, or retirement, participants or their beneficiaries become 100% vested in their accounts.

Notes Receivable from Participants

Participants may borrow from their vested accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The loans are secured by the balance in the participants' accounts and bear interest at rates that range from 4.25% to 9.50%, which is commensurate with local prevailing rates as determined quarterly by the **Plan** administrator. The maximum term for all loans is five years, except for loans used to acquire a principal residence, which has a fifteen-year maximum term. Principal and interest are paid ratably through bi-weekly or monthly payroll deductions. A participant can have no more than one loan outstanding from the **Plan** at any point in time.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE A – DESCRIPTION OF THE PLAN (Continued)

Payment of Benefits

On termination of service due to death, disability, retirement, or other reasons, the participant or beneficiary will receive a lump-sum amount equal to the value of the participant's vested interest in their account if their vested interest does not exceed \$1,000. If the vested interest exceeds \$1,000 but is less than \$5,000, the participant or beneficiary can elect to receive a lump-sum amount, or the vested interest will be automatically rolled over to an IRA account for the benefit of the participant or beneficiary at a provider selected by the **Plan** administrator. If the vested interest exceeds \$5,000, the participant or beneficiary can elect to receive a lump-sum or partial amount, or an amount in installments with the option to defer until retirement age.

Distributions may also be taken by participants prior to termination of service in the event of financial hardship, as defined in the **Plan** document.

Participants who are age fifty-nine and a half or older may also withdraw from their vested account balance prior to termination of service. Certain of these withdrawals may be subject to penalty, in accordance with the Internal Revenue Code (IRC).

If a qualified domestic relations order is received by the **Plan** administrator, all or a portion of the participant's account balance may be used to satisfy the obligation.

Forfeited Accounts

During the years ended December 31, 2023 and 2022, additions to forfeited nonvested accounts including earnings totaled \$42,857 and \$17,869, respectively. These accounts may be used to pay **Plan** expenses or will be reallocated among remaining participants as additional discretionary contributions. During the years ended December 31, 2023 and 2022, forfeited nonvested accounts used to pay **Plan** expenses totaled \$42,857 and \$17,869, respectively. At December 31, 2023 and 2022, forfeited nonvested accounts totaled \$0.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the **Plan** have been prepared using the modified cash basis of accounting, which is a basis of accounting other than generally accepted accounting principles. Accordingly, investment income is recognized when received, disbursements are recognized when made, and employer and participant contributions, if any, are accrued at year end.

Use of Estimates

The preparation of financial statements in accordance with the modified cash basis of accounting requires the **Plan** administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities, changes in those assets and liabilities, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Accounting for Uncertainty in Income Taxes

The **Plan** recognizes material amounts of uncertain tax positions as income tax expense. The **Plan** recognizes accrued interest and penalties associated with uncertain tax positions as part of deductions from net assets.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in a timely transaction with an independent buyer in the principal market or, in the absence of a principal market, the most advantageous market for the asset or liability. See Note D.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Related fees are recorded as fees and are expensed when incurred. The **Plan** administrator reviews the collectability of all notes receivable and any delinquent notes receivable are recorded as distributions based on the terms of the **Plan** document.

Payment of Benefits

Benefit payments are recorded when paid by the **Plan**.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Administrative Expenses and Fees

Pursuant to provisions of the **Plan**, administrative expenses incurred in the administration of the **Plan** may be paid by the **Plan** or the **Company**. The administrative expenses paid from **Plan** assets are allocated to all participants. Currently, substantially all administrative expenses are paid by the **Plan**.

Pursuant to the provisions of the **Plan**, fees paid from the **Plan** are charged directly to the account of the participant on whose sole behalf the fee was incurred.

Subsequent Events

The **Plan** administrator has evaluated subsequent events that have occurred up through July 25, 2024, the date the financial statements were available to be issued. No material subsequent events have occurred since December 31, 2023 that required recognition or disclosure in the current period financial statements.

NOTE C – INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The **Plan** administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the **Plan's** independent auditors did not perform any auditing procedures with respect to the following information certified by **Reliance Trust Company** as complete and accurate as of and for the years ended December 31, 2023 and 2022, respectively, except for comparing such information with information included in the **Plan's** financial statements and supplemental schedule:

- Investments at fair value as shown in the accompanying statements of net assets available for benefits (modified cash basis) as of December 31, 2023 and 2022.
- Net appreciation (depreciation) in fair value of investments and dividends as shown in the accompanying statements of changes in net assets available for benefits (modified cash basis) for the years ended December 31, 2023 and 2022.
- All investment-related information in the accompanying supplemental schedule of assets (held at end of year) as of December 31, 2023.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE D – FAIR VALUE MEASUREMENTS

FASB ASC 820, Fair Value Measurement, provides the framework for measuring fair value and establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Basis of Fair Value Measurement

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;

Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

Following is a description of the valuation methodologies used for investment assets measured at fair value.

Valuation Methodologies

Mutual Funds: The daily closing price as reported by the fund is used to estimate fair value. Mutual funds held by the **Plan** are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The mutual funds held by the **Plan** are deemed to be actively traded and redeemable immediately without notice.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE D – FAIR VALUE MEASUREMENTS (Continued)

Valuation Methodologies (Continued)

Stable Value Collective Trust Fund: The net asset value is used as the practical expedient to estimate fair value. The stable value fund held by the **Plan** invests primarily in stable value products, including guaranteed investment contracts (GICs) and synthetic GICs issued by major insurance companies and money market instruments. The practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported net asset value. Participant transactions (purchases and sales) may occur daily. If the **Plan** initiates a full redemption of the collective trust, the issuer reserves the right to require a 12-month notice in order to ensure that securities liquidations will be carried out in an orderly business manner. There are no participant redemption restrictions for these investments.

The following tables present by level, within the fair value hierarchy, the **Plan** investment assets at fair value as of December 31, 2023 and 2022. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement. In accordance with FASB Topic 820, 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 the table are intended to permit reconciliation of the fair value hierarchy to the statements of net assets available for benefits.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE D – FAIR VALUE MEASUREMENTS (Continued)

<u>Description</u>	<u>12/31/23</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Mutual Funds	<u>\$35,735,653</u>	<u>\$35,735,653</u>	<u>\$ 0</u>	<u>\$ 0</u>
Total Assets in the				
Fair Value Hierarchy	35,735,653	<u>\$35,735,653</u>	<u>\$ 0</u>	<u>\$ 0</u>
Investments Measured at				
Net Asset Value	<u>6,174,856</u>			
Investments at Fair Value	<u>\$41,910,509</u>			
<u>Description</u>	<u>12/31/22</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Mutual Funds	<u>\$28,674,700</u>	<u>\$28,674,700</u>	<u>\$ 0</u>	<u>\$ 0</u>
Total Assets in the				
Fair Value Hierarchy	28,674,700	<u>\$28,674,700</u>	<u>\$ 0</u>	<u>\$ 0</u>
Investments Measured at				
Net Asset Value	<u>5,960,457</u>			
Investments at Fair Value	<u>\$34,635,157</u>			

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

All five members of the **Plan's** investment committee participate in the **Plan**. Two of these members are officers of the **Company**, two hold management positions, and one is the **Plan** administrator.

There are no **Plan** investments that are shares of registered investment companies or common/collective trusts managed by **Transamerica**. **Transamerica** is the trustee, as defined by the **Plan**, and provides certain administrative services to the **Plan**.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE F – PLAN TERMINATION

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

NOTE G – TAX STATUS

The Internal Revenue Service (IRS) has determined and informed **Transamerica**, by a letter dated December 31, 2018, that the **Plan** and related trust are designed in accordance with applicable requirements of the IRC. Although the **Plan** has been amended since receiving the determination letter, the **Plan** administrator and the **Plan's** tax counsel believe that the **Plan** is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the **Plan** is qualified, and the related trust is tax-exempt. Accordingly, no provision for income taxes has been included in the **Plan's** financial statements.

For the years ended December 31, 2023 and 2022, the **Plan** administrator believes there were no material amounts of uncertain tax positions. Additionally, there were no amounts of interest or penalties recognized in the statements of net assets available for benefits (modified cash basis) as of December 31, 2023 and 2022 or the statements of changes in net assets available for benefits (modified cash basis) for the years then ended. Further, the year ended December 31, 2020 and all years subsequent remain subject to examination.

NOTE H – RISKS AND UNCERTAINTIES

The **Plan** invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the participants' account balances and the amounts reported in the statements of net assets available for benefits (modified cash basis).

SUPPLEMENTAL INFORMATION

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

Attachment to Form 5500
2023 Schedule H, Line 4i - Schedule of Assets
(Held at End of Year)

Plan Name: Piedmont National Corporation 401(k) Retirement Plan EIN: 58-0707747 PN: 001

(a)	(b)	(c)	(d)	(e)
		Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current value
	Identity of issue, borrower, lessor, or similar party			
	American Funds New Perspective R6	Mutual Fund	**	\$ 726,932
	Black Rock Emerging Markets Instl	Mutual Fund	**	482,669
	Franklin Small Cap Value R6	Mutual Fund	**	130,177
	Henderson Global Equity Income 1	Mutual Fund	**	156,934
	Invesco Discovery Mid Cap Growth R6	Mutual Fund	**	436,984
	Invesco Discovery R6	Mutual Fund	**	34,811
	IShares S&P 500 Index K	Mutual Fund	**	4,204,389
	JP Morgan Core Plus Bond R6	Mutual Fund	**	1,930,165
	MFS Mid Cap Value R6	Mutual Fund	**	1,682,048
	PGIM High Yield R6	Mutual Fund	**	128,356
	PIMCO Income Institutional	Mutual Fund	**	274,675
	TIAA-CREF Large-Cap Gr Index Instl	Mutual Fund	**	6,770,053
	TIAA-CREF Lifecycle Index 2010 Instl	Mutual Fund	**	116,708
	TIAA-CREF Lifecycle Index 2020 Instl	Mutual Fund	**	272,455
	TIAA-CREF Lifecycle Index 2025 Instl	Mutual Fund	**	1,100,909
	TIAA-CREF Lifecycle Index 2030 Instl	Mutual Fund	**	2,162,916
	TIAA-CREF Lifecycle Index 2035 Instl	Mutual Fund	**	422,524
	TIAA-CREF Lifecycle Index 2040 Instl	Mutual Fund	**	518,502
	TIAA-CREF Lifecycle Index 2045 Instl	Mutual Fund	**	192,752
	TIAA-CREF Lifecycle Index 2050 Instl	Mutual Fund	**	289,704
	TIAA-CREF Lifecycle Index 2055 Instl	Mutual Fund	**	165,524
	TIAA-CREF Lifecycle Index 2060 Instl	Mutual Fund	**	81,069
	TIAA-CREF Lifecycle Index 2065 Instl	Mutual Fund	**	44,591
	Vanguard Balanced Index Admiral	Mutual Fund	**	1,205,082
	Vanguard Developed Markets Index Admiral	Mutual Fund	**	2,718,229
	Vanguard Equity-Income Admiral	Mutual Fund	**	4,152,092
	Vanguard Inflation-Protected Securities Admiral	Mutual Fund	**	312,951
	Vanguard International Growth Admiral	Mutual Fund	**	124,246
	Vanguard Inter-Term Bond Index Admiral	Mutual Fund	**	1,875,243
	Vanguard Mid-Cap Index Admiral	Mutual Fund	**	1,381,432
	Vanguard Small-Cap Index Admiral	Mutual Fund	**	1,640,530
	Putnam Stable Value Fund 20	Stable Value Collective Trust Fund	**	6,174,856
*	Notes Receivable from Participants	Interest rates from 4.25% to 9.50%	-0-	266,399
				\$42,176,908

* Represents a party-in-interest to the plan.

** Cost omitted for participant-directed investments.

**PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN**

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL INFORMATION**

YEARS ENDED DECEMBER 31, 2023 AND 2022

**PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
YEARS ENDED DECEMBER 31, 2023 AND 2022**

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BMM&P

BIRNBREY, MINSK, MINSK & PERLING LLC
CERTIFIED PUBLIC ACCOUNTANTS

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Member AICPA (American
Institute of Certified
Public Accountants)



INDEPENDENT AUDITORS' REPORT

To the Investment Committee of the
Piedmont National Corporation 401(k) Retirement Plan
Atlanta, Georgia

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

We have performed audits of the accompanying financial statements of Piedmont National Corporation 401(k) Retirement 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 (modified cash basis) as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits (modified cash basis) 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 audit of Piedmont National Corporation 401(k) Retirement Plan financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 a bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosures under ERISA (qualified institution).

Management has obtained a certification 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 C 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 financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the financial statements referred to above 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. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements related to our audit. 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 these financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. 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 Piedmont National Corporation 401(K) Retirement Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments; administering the plan; and determining that the plan's transactions that are presented and disclosed in the financial statement 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards 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 generally accepted auditing standards, 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 Piedmont National Corporation 401(k) Retirement 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 Piedmont National Corporation 401(k) Retirement 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 accounting principles generally accepted in the United States of America.

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

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

Supplemental Schedules Required by ERISA

The supplemental information in the accompanying 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying

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

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

In our opinion –

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

Birnbraey, Minsk, Minsk + Perling LLC

July 25, 2024

**PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
DECEMBER 31, 2023 AND 2022**

	<u>2023</u>	<u>2022</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE (Notes C and D)	<u>\$41,910,509</u>	<u>\$34,635,157</u>
RECEIVABLES:		
Employer Contribution	934,523	1,034,077
Notes Receivable from Participants	<u>266,399</u>	<u>312,186</u>
Total Receivables	<u>1,200,922</u>	<u>1,346,263</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$43,111,431</u></u>	<u><u>\$35,981,420</u></u>

SEE ACCOMPANYING NOTES

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS (DEDUCTIONS) TO NET ASSETS		
ATTRIBUTED TO:		
Investment Income (Loss) (Note C):		
Net Appreciation (Depreciation) in Fair Value of Investments	\$ 4,895,294	\$ (7,131,154)
Dividends	940,723	695,670
	<u>5,836,017</u>	<u>(6,435,484)</u>
Less Investment Expenses	(6,301)	(4,062)
	<u>5,829,716</u>	<u>(6,439,546)</u>
Net Investment Income (Loss)		
Interest Income on Notes Receivable from Participants	<u>15,907</u>	<u>13,766</u>
Contributions:		
Participant	2,089,591	1,863,074
Employer	934,523	1,034,077
Rollover	27,843	43,364
Other	310	4,545
	<u>3,052,267</u>	<u>2,945,060</u>
TOTAL ADDITIONS (DEDUCTIONS) TO NET ASSETS	<u>8,897,890</u>	<u>(3,480,720)</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits Paid to Participants	1,633,016	1,984,736
Administrative Expenses (Note B)	94,253	95,395
Fees (Note B)	9,338	7,791
Deemed Distributions	31,272	9,172
	<u>1,767,879</u>	<u>2,097,094</u>
TOTAL DEDUCTIONS FROM NET ASSETS		
NET INCREASE (DECREASE) IN NET ASSETS	7,130,011	(5,577,814)
NET ASSETS AVAILABLE FOR BENEFITS -		
 BEGINNING OF YEAR	<u>35,981,420</u>	<u>41,559,234</u>
NET ASSETS AVAILABLE FOR BENEFITS -		
 END OF YEAR	<u>\$43,111,431</u>	<u>\$35,981,420</u>

SEE ACCOMPANYING NOTES

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE A – DESCRIPTION OF THE PLAN

The following description of the **Piedmont National Corporation** (the **Company**) **401(k) Retirement Plan** (the **Plan**) provides only general information. Participants should refer to the **Plan** document for a more complete description of the **Plan's** provisions.

General

The **Plan** is a defined contribution plan covering substantially all employees of the **Company**, with specific exclusions defined in the **Plan** document. Under the **Plan**, employees are eligible to participate in the **Plan** after they have completed two months of service. Employees are eligible for the discretionary employer matching contribution if they are employed on the last day of the **Plan** year. In addition, employees are eligible for the discretionary employer nonelective contribution if they are employed on the last day of the **Plan** year and they have completed 1,000 hours of service during the **Plan** year. Participants who are not employed on the last day of the year will still be eligible for the discretionary employer matching and discretionary nonelective contributions, regardless of completed hours of service during the **Plan** year, if their termination is a result of death, disability, or retirement. The **Plan** is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions

Each year participants may contribute up to 100% of pretax annual compensation, as defined in the **Plan** document. If a newly eligible participant fails to file a salary reduction election with the **Plan** administrator, such participant will be automatically enrolled in the **Plan** to contribute 3% of pretax annual compensation and those contributions are invested in a default fund until changed by the participant. The default fund is currently established as the appropriate TIAA-CREF Lifecycle Index Fund. In addition to the automatic enrollment, the **Plan** provides for an automatic escalation of 1% per year up to a maximum of 10%. The increase in the deferral percentage will be effective at the beginning of the **Plan** year following the date deferrals were first automatically withheld from a participant's pay. Participants may change or override the automatic escalation at any time. Participants who have attained age 50 before the end of the **Plan** year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans, referred to as rollovers. Participants direct the investment of their contributions, discretionary employer matching contributions, and discretionary nonelective contributions into various investment options offered by the **Plan**. The **Plan** currently offers various mutual funds and a stable value fund as investment options for participants.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE A – DESCRIPTION OF THE PLAN (Continued)

Participant Accounts

Each participant's account is credited with the participant's contribution, the **Company's** discretionary matching contributions, an allocation of the **Company's** discretionary nonelective contributions, and an allocation of **Plan** earnings or losses. Each participant is charged with an allocation of investment expenses, administrative expenses, and fees. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined in the **Plan** document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the **Company's** discretionary matching and nonelective contributions portion of their accounts is based on years of continuous service. A participant is 100% vested after six years of credited service. If continuous service is terminated by death, disability, or retirement, participants or their beneficiaries become 100% vested in their accounts.

Notes Receivable from Participants

Participants may borrow from their vested accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The loans are secured by the balance in the participants' accounts and bear interest at rates that range from 4.25% to 9.50%, which is commensurate with local prevailing rates as determined quarterly by the **Plan** administrator. The maximum term for all loans is five years, except for loans used to acquire a principal residence, which has a fifteen-year maximum term. Principal and interest are paid ratably through bi-weekly or monthly payroll deductions. A participant can have no more than one loan outstanding from the **Plan** at any point in time.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE A – DESCRIPTION OF THE PLAN (Continued)

Payment of Benefits

On termination of service due to death, disability, retirement, or other reasons, the participant or beneficiary will receive a lump-sum amount equal to the value of the participant's vested interest in their account if their vested interest does not exceed \$1,000. If the vested interest exceeds \$1,000 but is less than \$5,000, the participant or beneficiary can elect to receive a lump-sum amount, or the vested interest will be automatically rolled over to an IRA account for the benefit of the participant or beneficiary at a provider selected by the **Plan** administrator. If the vested interest exceeds \$5,000, the participant or beneficiary can elect to receive a lump-sum or partial amount, or an amount in installments with the option to defer until retirement age.

Distributions may also be taken by participants prior to termination of service in the event of financial hardship, as defined in the **Plan** document.

Participants who are age fifty-nine and a half or older may also withdraw from their vested account balance prior to termination of service. Certain of these withdrawals may be subject to penalty, in accordance with the Internal Revenue Code (IRC).

If a qualified domestic relations order is received by the **Plan** administrator, all or a portion of the participant's account balance may be used to satisfy the obligation.

Forfeited Accounts

During the years ended December 31, 2023 and 2022, additions to forfeited nonvested accounts including earnings totaled \$42,857 and \$17,869, respectively. These accounts may be used to pay **Plan** expenses or will be reallocated among remaining participants as additional discretionary contributions. During the years ended December 31, 2023 and 2022, forfeited nonvested accounts used to pay **Plan** expenses totaled \$42,857 and \$17,869, respectively. At December 31, 2023 and 2022, forfeited nonvested accounts totaled \$0.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the **Plan** have been prepared using the modified cash basis of accounting, which is a basis of accounting other than generally accepted accounting principles. Accordingly, investment income is recognized when received, disbursements are recognized when made, and employer and participant contributions, if any, are accrued at year end.

Use of Estimates

The preparation of financial statements in accordance with the modified cash basis of accounting requires the **Plan** administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities, changes in those assets and liabilities, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Accounting for Uncertainty in Income Taxes

The **Plan** recognizes material amounts of uncertain tax positions as income tax expense. The **Plan** recognizes accrued interest and penalties associated with uncertain tax positions as part of deductions from net assets.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in a timely transaction with an independent buyer in the principal market or, in the absence of a principal market, the most advantageous market for the asset or liability. See Note D.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Related fees are recorded as fees and are expensed when incurred. The **Plan** administrator reviews the collectability of all notes receivable and any delinquent notes receivable are recorded as distributions based on the terms of the **Plan** document.

Payment of Benefits

Benefit payments are recorded when paid by the **Plan**.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Administrative Expenses and Fees

Pursuant to provisions of the **Plan**, administrative expenses incurred in the administration of the **Plan** may be paid by the **Plan** or the **Company**. The administrative expenses paid from **Plan** assets are allocated to all participants. Currently, substantially all administrative expenses are paid by the **Plan**.

Pursuant to the provisions of the **Plan**, fees paid from the **Plan** are charged directly to the account of the participant on whose sole behalf the fee was incurred.

Subsequent Events

The **Plan** administrator has evaluated subsequent events that have occurred up through July 25, 2024, the date the financial statements were available to be issued. No material subsequent events have occurred since December 31, 2023 that required recognition or disclosure in the current period financial statements.

NOTE C – INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The **Plan** administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the **Plan's** independent auditors did not perform any auditing procedures with respect to the following information certified by **Reliance Trust Company** as complete and accurate as of and for the years ended December 31, 2023 and 2022, respectively, except for comparing such information with information included in the **Plan's** financial statements and supplemental schedule:

- Investments at fair value as shown in the accompanying statements of net assets available for benefits (modified cash basis) as of December 31, 2023 and 2022.
- Net appreciation (depreciation) in fair value of investments and dividends as shown in the accompanying statements of changes in net assets available for benefits (modified cash basis) for the years ended December 31, 2023 and 2022.
- All investment-related information in the accompanying supplemental schedule of assets (held at end of year) as of December 31, 2023.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE D – FAIR VALUE MEASUREMENTS

FASB ASC 820, Fair Value Measurement, provides the framework for measuring fair value and establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Basis of Fair Value Measurement

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;

Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

Following is a description of the valuation methodologies used for investment assets measured at fair value.

Valuation Methodologies

Mutual Funds: The daily closing price as reported by the fund is used to estimate fair value. Mutual funds held by the **Plan** are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The mutual funds held by the **Plan** are deemed to be actively traded and redeemable immediately without notice.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE D – FAIR VALUE MEASUREMENTS (Continued)

Valuation Methodologies (Continued)

Stable Value Collective Trust Fund: The net asset value is used as the practical expedient to estimate fair value. The stable value fund held by the **Plan** invests primarily in stable value products, including guaranteed investment contracts (GICs) and synthetic GICs issued by major insurance companies and money market instruments. The practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported net asset value. Participant transactions (purchases and sales) may occur daily. If the **Plan** initiates a full redemption of the collective trust, the issuer reserves the right to require a 12-month notice in order to ensure that securities liquidations will be carried out in an orderly business manner. There are no participant redemption restrictions for these investments.

The following tables present by level, within the fair value hierarchy, the **Plan** investment assets at fair value as of December 31, 2023 and 2022. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement. In accordance with FASB Topic 820, 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 the table are intended to permit reconciliation of the fair value hierarchy to the statements of net assets available for benefits.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE D – FAIR VALUE MEASUREMENTS (Continued)

Description	12/31/23	Level 1	Level 2	Level 3
Mutual Funds	<u>\$35,735,653</u>	<u>\$35,735,653</u>	<u>\$ 0</u>	<u>\$ 0</u>
Total Assets in the				
Fair Value Hierarchy	35,735,653	<u>\$35,735,653</u>	<u>\$ 0</u>	<u>\$ 0</u>
Investments Measured at				
Net Asset Value	<u>6,174,856</u>			
Investments at Fair Value	<u>\$41,910,509</u>			
Description	12/31/22	Level 1	Level 2	Level 3
Mutual Funds	<u>\$28,674,700</u>	<u>\$28,674,700</u>	<u>\$ 0</u>	<u>\$ 0</u>
Total Assets in the				
Fair Value Hierarchy	28,674,700	<u>\$28,674,700</u>	<u>\$ 0</u>	<u>\$ 0</u>
Investments Measured at				
Net Asset Value	<u>5,960,457</u>			
Investments at Fair Value	<u>\$34,635,157</u>			

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

All five members of the **Plan's** investment committee participate in the **Plan**. Two of these members are officers of the **Company**, two hold management positions, and one is the **Plan** administrator.

There are no **Plan** investments that are shares of registered investment companies or common/collective trusts managed by **Transamerica**. **Transamerica** is the trustee, as defined by the **Plan**, and provides certain administrative services to the **Plan**.

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE F – PLAN TERMINATION

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

NOTE G – TAX STATUS

The Internal Revenue Service (IRS) has determined and informed **Transamerica**, by a letter dated December 31, 2018, that the **Plan** and related trust are designed in accordance with applicable requirements of the IRC. Although the **Plan** has been amended since receiving the determination letter, the **Plan** administrator and the **Plan's** tax counsel believe that the **Plan** is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the **Plan** is qualified, and the related trust is tax-exempt. Accordingly, no provision for income taxes has been included in the **Plan's** financial statements.

For the years ended December 31, 2023 and 2022, the **Plan** administrator believes there were no material amounts of uncertain tax positions. Additionally, there were no amounts of interest or penalties recognized in the statements of net assets available for benefits (modified cash basis) as of December 31, 2023 and 2022 or the statements of changes in net assets available for benefits (modified cash basis) for the years then ended. Further, the year ended December 31, 2020 and all years subsequent remain subject to examination.

NOTE H – RISKS AND UNCERTAINTIES

The **Plan** invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the participants' account balances and the amounts reported in the statements of net assets available for benefits (modified cash basis).

SUPPLEMENTAL INFORMATION

PIEDMONT NATIONAL CORPORATION
401(K) RETIREMENT PLAN
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

Attachment to Form 5500
2023 Schedule H, Line 4i - Schedule of Assets
(Held at End of Year)

Plan Name: Piedmont National Corporation 401(k) Retirement Plan EIN: 58-0707747 PN: 001

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current value
	American Funds New Perspective R6	Mutual Fund	**	\$ 726,932
	Black Rock Emerging Markets Instl	Mutual Fund	**	482,669
	Franklin Small Cap Value R6	Mutual Fund	**	130,177
	Henderson Global Equity Income 1	Mutual Fund	**	156,934
	Invesco Discovery Mid Cap Growth R6	Mutual Fund	**	436,984
	Invesco Discovery R6	Mutual Fund	**	34,811
	IShares S&P 500 Index K	Mutual Fund	**	4,204,389
	JP Morgan Core Plus Bond R6	Mutual Fund	**	1,930,165
	MFS Mid Cap Value R6	Mutual Fund	**	1,682,048
	PGIM High Yield R6	Mutual Fund	**	128,356
	PIMCO Income Institutional	Mutual Fund	**	274,675
	TIAA-CREF Large-Cap Gr Index Instl	Mutual Fund	**	6,770,053
	TIAA-CREF Lifecycle Index 2010 Instl	Mutual Fund	**	116,708
	TIAA-CREF Lifecycle Index 2020 Instl	Mutual Fund	**	272,455
	TIAA-CREF Lifecycle Index 2025 Instl	Mutual Fund	**	1,100,909
	TIAA-CREF Lifecycle Index 2030 Instl	Mutual Fund	**	2,162,916
	TIAA-CREF Lifecycle Index 2035 Instl	Mutual Fund	**	422,524
	TIAA-CREF Lifecycle Index 2040 Instl	Mutual Fund	**	518,502
	TIAA-CREF Lifecycle Index 2045 Instl	Mutual Fund	**	192,752
	TIAA-CREF Lifecycle Index 2050 Instl	Mutual Fund	**	289,704
	TIAA-CREF Lifecycle Index 2055 Instl	Mutual Fund	**	165,524
	TIAA-CREF Lifecycle Index 2060 Instl	Mutual Fund	**	81,069
	TIAA-CREF Lifecycle Index 2065 Instl	Mutual Fund	**	44,591
	Vanguard Balanced Index Admiral	Mutual Fund	**	1,205,082
	Vanguard Developed Markets Index Admiral	Mutual Fund	**	2,718,229
	Vanguard Equity-Income Admiral	Mutual Fund	**	4,152,092
	Vanguard Inflation-Protected Securities Admiral	Mutual Fund	**	312,951
	Vanguard International Growth Admiral	Mutual Fund	**	124,246
	Vanguard Inter-Term Bond Index Admiral	Mutual Fund	**	1,875,243
	Vanguard Mid-Cap Index Admiral	Mutual Fund	**	1,381,432
	Vanguard Small-Cap Index Admiral	Mutual Fund	**	1,640,530
	Putnam Stable Value Fund 20	Stable Value Collective Trust Fund	**	6,174,856
*	Notes Receivable from Participants	Interest rates from 4.25% to 9.50%	-0-	266,399
				\$42,176,908

* Represents a party-in-interest to the plan.

** Cost omitted for participant-directed investments.