

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 PERKINS & COMPANY P.C. EMPLOYEE 401(K) PROFIT SHARING PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 09/01/1986
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) PERKINS & COMPANY P.C. 1211 SW FIFTH AVENUE, SUITE 1000 PORTLAND, OR 97204
2b	Employer Identification Number (EIN) 93-0928924
2c	Plan Sponsor's telephone number 503-221-0336
2d	Business code (see instructions) 541211

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.	10/03/2024	SUZAN HUNTINGTON
	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	5 270
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) 195 6a(2) 203 6b 1 6c 81 6d 285 6e 0 6f 285 6g(1) 252 6g(2) 269 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7

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

2J 2K 2T 3B 3D 2E 2F 2G 2A

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 0
- (4) ☒ **C** (Service Provider Information)
- (5) ☐ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

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

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

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

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

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

Receipt Confirmation Code _____

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

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

A Name of plan PERKINS & COMPANY P.C. EMPLOYEE 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 PERKINS & COMPANY P.C.	D Employer Identification Number (EIN) 93-0928924

Part I

Service Provider Information (see instructions)

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

1

Information on Persons Receiving Only Eligible Indirect Compensation

- a

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

X

YesNo
- b

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

(b)	Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	
04-2647786	

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

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

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

MERRILL LYNCH PIERCE FENNER &

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?
16 26	INVESTMENT ADVISOR	90000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	24129	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AMCENT INFL ADJBD R5 - AMERICAN CE 44-0619208	0.05%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BLK RK EMERGING MKT I - BNY MELLON 500 ROSS STREET 15253-4426 PITTSBURGH, PA 53442	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
COL SM CAP GRTH ADV - COLUMBIA MGT 225 FRANKLIN ST BOSTON, MA 02110	0.25%	

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

For calendar plan year 2023 or fiscal plan year beginning <u>01/01/2023</u> and ending <u>12/31/2023</u>		
A Name of plan <u>PERKINS & COMPANY P.C. EMPLOYEE 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>PERKINS & COMPANY P.C.</u>		
D Employer Identification Number (EIN) <u>93-0928924</u>		

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	794105	948625
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	52042	238932
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	105393	184619
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	35397309	41190966
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	0	0
(15) Other	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	36348849	42563142
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	36348849	42563142

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)	1317216	
(B) Participants	2a(1)(B)	2118588	
(C) Others (including rollovers)	2a(1)(C)	391271	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		3827075
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	2613	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	8353	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		10966
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1024448	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1024448
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		5259444
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		10121933

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3790034	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		3790034
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		3477
h Interest expense	2h		0
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Recordkeeping fees.....	2i(3)	44129	
(4) IQPA audit fees.....	2i(4)	0	
(5) Investment advisory and investment management fees	2i(5)	0	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)	0	
(8) Legal fees	2i(8)	0	
(9) Valuation/appraisal fees	2i(9)	0	
(10) Other trustee fees and expenses	2i(10)	0	
(11) Other expenses	2i(11)	70000	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		114129
j Total expenses. Add all expense amounts in column (b) and enter total	2j		3907640

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		6214293
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **HANCOCK ASKEW & CO, LLP**

(2) EIN: **58-0662558**

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.)	☒	☐	246815
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	☐	☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	☐	☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	☐	☒	
e Was this plan covered by a fidelity bond?	☒	☐	1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	☐	☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	☐	☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	☐	☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒	☐	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)	☐	☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	☐	☒	
l Has the plan failed to provide any benefit when due under the plan?	☐	☒	
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 PERKINS & COMPANY P.C. EMPLOYEE 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PERKINS & COMPANY P.C.	D Employer Identification Number (EIN) 93-0928924	

Part I	Distributions
--------	---------------

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

1	Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	
2	Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-6568107		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.			
3	Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
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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
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9	If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☐ Decrease	☐ Both	☐ No
---	--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

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

10	Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11	a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
	b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12	Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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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 <u>06 / 30 / 2020</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q702438A</u> .	

PERKINS & COMPANY, P.C. EMPLOYEE 401(K) PROFIT SHARING PLAN

Financial Statements and Independent Auditor's Report

As of December 31, 2023 and 2022
And for the Year Ended December 31, 2023

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

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Independent Auditor's Report

The Plan Administrator and Participants
Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan
Portland, Oregon

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

We have performed audits of the financial statements of the Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

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

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our 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 the financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter - Supplemental Schedules Required by ERISA

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

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

In our opinion:

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

Hancock Askew & Co., LLP

Peachtree Corners, Georgia
September 19, 2024

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2023	2022
ASSETS		
Investments		
Investments, at fair value	\$ 41,429,898	\$ 35,449,351
Receivables		
Employer contributions	948,625	794,105
Notes receivable from participants	184,619	105,393
Total receivables	1,133,244	899,498
Net assets available for benefits	\$ 42,563,142	\$ 36,348,849

See accompanying notes to the financial statements.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Statement of Changes in Net Assets Available for Benefits

Year ended December 31,	2023
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ADDITIONS TO NET ASSETS

Contributions

Participant	\$	2,118,588
Employer		1,317,216
Rollovers		<u>391,271</u>

Total contributions		3,827,075
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Investment income

Interest and dividends		1,027,061
Net appreciation in fair value of investments		<u>5,259,444</u>

Total investment income		6,286,505
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Interest income on notes receivable from participants		<u>8,353</u>
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Total additions		10,121,933
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DEDUCTIONS FROM NET ASSETS

Benefits paid directly to participants		3,793,511
Administrative expenses		<u>114,129</u>

Total deductions		<u>3,907,640</u>
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Net increase in net assets available for benefits		6,214,293
--	--	------------------

Net assets available for benefits, beginning of year		<u>36,348,849</u>
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Net assets available for benefits, end of year	\$	<u><u>42,563,142</u></u>
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See accompanying notes to the financial statements.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan

The following description of the Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan (the Plan) is provided only for 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, which is sponsored by Perkins & Company, P.C. (the Company or Employer), covering all employees of the Company and its affiliates, Perkins Consulting, LLC and Perkins Cybersecurity & Advisory Services, LLC. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

The Plan, adopted by the Company effective September 1, 1986, was most recently amended and restated effective April 27, 2021. No significant changes were made to the Plan as a result of this restatement.

Eligibility

The Plan covers all employees of the Company and its affiliates, except interns and seasonal or temporary employees. Eligible employees are immediately eligible to participate in the Plan upon hire.

Contributions

Contributions consist of employee elective deferral contributions (including pre-tax and Roth deferrals), Participant rollover contributions, Employer matching contributions, and nonelective Employer contributions. Employees may voluntarily contribute up to 100% of their eligible compensation, limited to \$22,500 in 2023 and \$20,500 in 2022, as prescribed by Internal Revenue Code (IRC). Participants age 50 and older are eligible to make an additional catch up contribution annually, limited to \$7,500 in 2023 and 2022.

The Plan provides for annual Employer matching contributions in an amount determined by the Board of Directors of the Company. For the years ended December 31, 2023 and 2022, matching contributions of up to one-third of the amount of each Participant's elective deferral were made, limited to 2% of the Participant's eligible compensation. Additionally, nonelective Employer contributions are determined annually by the Board of Directors of the Company. Participants are eligible for the Employer nonelective contribution upon the first enrollment date of January 1 or July 1 after completion of a twelve-consecutive month period of employment, beginning on the Participant's date of hire, provided they are employed on the last day of the Plan year. Contributions are subject to certain limitations as prescribed by the IRC. The Employer matching contributions for the years ended December 31, 2023 and 2022 were approximately \$419,400 and \$354,700, net of forfeitures utilized, respectively. The nonelective Employer contributions for the years ended December 31, 2023 and 2022 were approximately \$897,800 and \$759,900, net of forfeitures utilized, respectively.

Participant Accounts

Individual accounts are maintained for each Plan Participant. Each Participant's account is credited with the Participant's voluntary contribution, any Employer matching contribution, any nonelective Employer contribution, and Plan earnings, and is debited for withdrawals, administrative expenses and any allocation of Plan gains (losses). Allocations are based on Participant earnings (losses), deferrals, or account balances, 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.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan (cont.)

Investment Options

The Plan offers investment options through Fidelity Management Trust Company (Fidelity), the trustee of the Plan's assets. All investment options are 100% Participant directed. Participants can choose from a wide array of registered investment company options.

Vesting

Participants are fully vested in their employee contributions, including "rollovers", plus actual earnings (losses) thereon, as well as their nonelective Employer contributions and Employer matching contributions. Participants also become 100% vested in Employer contributions upon reaching normal retirement age, death, or disability.

Forfeitures

Forfeitures of non-vested accounts are used to reduce nonelective Employer and/or matching contributions, or to offset Plan administrative expenses. For the year ended December 31, 2023, the Plan used \$22,868 of accumulated unapplied forfeitures to reduce Company contributions. The unapplied forfeiture balance as of December 31, 2023 and 2022 was \$7,818 and \$22,868, respectively.

Revenue Sharing

The Plan received revenue credits from the funds managed by Fidelity. The amounts in the unallocated revenue credit account may be used to pay reasonable and necessary Plan expenses or may be allocated to Participants. During 2023, \$1,951 was allocated to Participants. There were \$7,823 and \$3,271 of unallocated funds in the revenue credit account as of December 31, 2023 and 2022, respectively.

Notes Receivable from Participants

Participants may borrow from their account up to \$50,000 or 50% of their vested account balance, whichever is less. The loans are secured by the balance in the Participant's account and bear interest as determined by the Plan administrator. The interest rate is based on the prevailing interest rate charged by persons in the business of lending money for loans that would be made under similar circumstances. The interest rates on notes receivable from Participants range from 5.25% to 10.50% at December 31, 2023. Loan terms range from one to five years or up to 10 years for the purchase of a primary residence. Loans are not considered distributions and are not subject to federal or state income taxes, provided they are repaid as required. Loans are repaid through payroll deductions and repayment begins the first pay period after disbursement of the loan.

Payment of Benefits

Benefits are paid to Participants upon retirement (normal retirement age is 60), termination, hardship, disability, or death in either a lump sum amount equal to the value of the vested interest in the account or installment payments, in accordance with Plan provisions. Participants may also receive a distribution, upon election, of their direct rollover accounts. Account balances that are under \$5,000 may be automatically paid out at the discretion of the Company as further described in the Plan agreement.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan (cont.)

Administrative Expenses

Administrative expenses may be paid by the Company and are excluded from these financial statements. Expenses not paid by the Company are deducted from Participant accounts based on a Participant's account relative to total Plan assets. In addition, certain expenses related to the plan administration, including computer services, professional fees, office supplies and payroll expenses of administration and clerical personnel are provided by the Company without charge to the Plan. Investment related expenses (in the form of a fee expense ratio charged to each investment option) are included in net appreciation/(depreciation) of fair value of investments.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Accounting Estimates

The preparation of financial statements in conformity with GAAP requires Plan management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and changes therein, and the disclosure of the contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from Participants represent Participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from Participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2023 or 2022. If a Participant ceases to make loan repayments and the Plan administrator deems the Participant loan to be in default, the Participant loan balance is reduced, and a benefit payment is recorded.

Investment Valuation

The Plan's investments are stated at fair value. Fair value of financial instruments is what would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). See Note 5 for discussion of fair value measurement.

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

Contributions

Contributions from Plan Participants and the matching contributions from the Company are recorded in the year in which the employee contributions are withheld from compensation.

Payment of Benefits

Benefit payments are recorded when paid.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

3. Certified Information

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity has certified that the financial information included in the financial statements and supplemental schedules as of December 31, 2023 and 2022, and for the year ended December 31, 2023, provided to the Plan is complete and accurate. The information as to investment assets and transactions therein, and investment income (loss) included in the accompanying financial statements and supplemental schedules as of December 31, 2023 and 2022, and for the year ended December 31, 2023, is covered by such certification.

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

4. Party-In-Interest Transactions

Fidelity is the trustee of the Plan. Certain Plan investments are shares of mutual funds managed by Fidelity Investments. Merrill Lynch, Pierce, Fenner & Smith Incorporated (Merrill Lynch) is the Plan's investment advisor. BlackRock is a related company of Merrill Lynch and certain Plan investments are shares of mutual funds managed by BlackRock. These transactions qualify as exempt party-in-interest transactions. Notes receivable from Participants are also defined by ERISA as party-in-interest transactions.

5. Fair Value Measurement

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

Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities. An active market asset or liability is a market in which the transaction for the asset or liability occurs with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 - Observable inputs other than Level 1 prices, such as a quoted price for similar assets or liabilities; quoted market prices in markets that are active; or model-derived valuation or other inputs that are observable or can be corroborated by observable market data for substantially the full terms of the assets or liabilities.

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

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

Following is a description of the valuation methodology used for assets measured at fair value at December 31, 2023 and 2022.

Mutual funds and money market mutual fund - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

5. Fair Value Measurement (cont.)

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

The following tables set forth by level, within the fair value hierarchy, the Plan's investment assets at fair value as of December 31, 2023 and 2022.

<i>December 31, 2023</i>	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 41,190,966	\$ -	\$ -	\$ 41,190,966
Money market mutual fund	238,932	-	-	238,932
Total investments at fair value	<u>\$ 41,429,898</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 41,429,898</u>
<i>December 31, 2022</i>	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 35,397,309	\$ -	\$ -	\$ 35,397,309
Money market mutual fund	52,042	-	-	52,042
Total investments at fair value	<u>\$ 35,449,351</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 35,449,351</u>

6. Plan Termination

Although it has not expressed any intention 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 set forth in ERISA. In the event the Plan is terminated, Participants would become 100% vested in their account balances and such balances shall be distributed to Participants and beneficiaries based on their individual accounts in the Plan as of the termination date.

7. Income Tax Status

The Plan is based on a Non-Standardized Pre-Approved Profit Sharing Plan with CODA (Pre-Approved Plan) sponsored by FMR LLC (doing business as Fidelity Institutional Asset Management). The Internal Revenue Service (IRS) has opined and informed FMR LLC by letter dated June 30, 2020, that the Pre-Approved Plan is designed in accordance with the applicable sections of the IRC. The Plan administrator believes that the Plan is designed, and is being operated, in compliance with the applicable requirements of the IRC and, therefore, believes the Plan is qualified and the related trust is tax-exempt.

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

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

8. Risks and Uncertainties

Investment securities are exposed to various risks, such as interest rate, credit risk and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect the amounts reported in the financial statements.

9. Delinquent Participant Contributions

During 2023, employee withholdings of \$246,815 were not remitted within the appropriate time period by the Company. The Partnership remitted delinquent contributions during 2023 and the related lost earnings during 2024. These transactions constituted prohibited transactions as defined by ERISA.

10. Subsequent Events

The Plan has evaluated, for consideration of recognition or disclosure, subsequent events that have occurred through the date of issuance, September 19, 2024, and has determined that no significant events occurred after December 31, 2023, but prior to the issuance of these financial statements, that would have a material impact on these financial statements.

SUPPLEMENTAL SCHEDULES

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Schedule H, Line 4a - Schedule of Delinquent Participant Contributions

EIN: 93-0928924

Plan # 001

Year Ended December 31, 2023

	Participant Contributions Transferred Late to the Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PIE 2002- 51
Plan Year	☒ Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2023	\$ 246,815	\$ 246,815	\$ -	\$ -	-

During 2023, employee withholdings of \$246,815 were not remitted within the appropriate time period by the Company. The Company remitted delinquent contributions during 2023 and the related lost earnings during 2024. These transactions constituted prohibited transactions as defined by ERISA.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

EIN: 93-0928924

Plan # 001

December 31, 2023

(a)	(b) Identity of Issuer	(c) Description of Investment: Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
Registered investment companies				
*	Fidelity Investments	Fidelity Government Money Market Mutual Fund	**	\$ 238,932
*	Fidelity Investments	Fidelity 500 Index Fund	**	4,400,329
*	Fidelity Investments	Fidelity US Bond Index Fund	**	330,910
*	Fidelity Investments	Fidelity Mid Cap Index Fund	**	1,082,068
*	Fidelity Investments	Fidelity Small Cap Index Fund	**	711,705
	PIMCO	PIMCO Income Fund	**	174,750
	PIMCO	PIMCO Commodity Real Return Strategy Fund	**	29,875
	Columbia Funds Series Trust I	Columbia Small Cap Growth Fund I Advisor Class	**	374,392
	Hartford Mutual Funds	Hartford International Opps R6 Fund	**	144,667
	Undiscovered Managers Funds	Undiscovered Managers Behavioral Value Fund R6	**	240,567
	American Century Investments	American Century Inflation Adjusted Bond Fund R5	**	15,510
	MFS	MFS Value R6	**	582,274
	First Eagle Fund	First Eagle Global Fund R6	**	1,993,143
	MFS	MFS Massachusetts Investors Growth Stock Fund R6	**	1,232,969
	Deutsche DWS Securities Trust	DWS RREEF Real Estate Securities Fund - Class R6	**	253,713
	Victory Portfolios	Victory Sycamore Established Value Fund R6	**	1,277,287
	Lord Abbett	Lord Abbett Short Duration Income Fund R6	**	39,239
	American Century Investments	American Century Sustainable Equity R6	**	26,579
	Hartford Mutual Funds	Hartford Schroders Intl Multi-Cp Val SDR	**	246,131
	Goldman Sachs	Goldman Sachs GQG Ptnrs Intl Opps R6	**	496,240
	Natixis Funds	Loomis Sayles Core Plus Bond N	**	67,209
	Federated	Federated Hermes MDT Mid Cap Growth R6	**	696,584
*	BlackRock	BlackRock LifePath Index Retirement Fund K	**	895,363
*	BlackRock	BlackRock LifePath Index 2025 Fund K	**	2,615,136
*	BlackRock	BlackRock LifePath Index 2030 Fund K	**	1,843,260
*	BlackRock	BlackRock LifePath Index 2035 Fund K	**	5,429,723
*	BlackRock	BlackRock LifePath Index 2040 Fund K	**	3,121,665
*	BlackRock	BlackRock LifePath Index 2045 Fund K	**	6,464,614
*	BlackRock	BlackRock LifePath Index 2050 Fund K	**	2,983,024
*	BlackRock	BlackRock LifePath Index 2055 Fund K	**	1,430,654
*	BlackRock	BlackRock LifePath Index 2060 Fund K	**	1,439,579
*	BlackRock	BlackRock High Yield Bond Portfolio Fund K	**	85,792
*	BlackRock	BlackRock Engineering Markets Fund	**	466,015
				41,429,898
Notes receivable				
*	Participants	Notes receivable with variable maturities and interest rates ranging from 5.25% - 10.50% on all outstanding notes.	-	184,619
Total				\$ 41,614,517

* Party-in-interest, as defined by ERISA.

**The cost of participant-directed accounts is not required to be disclosed.

PERKINS & COMPANY, P.C. EMPLOYEE 401(K) PROFIT SHARING PLAN

Financial Statements and Independent Auditor's Report

As of December 31, 2023 and 2022
And for the Year Ended December 31, 2023

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

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Independent Auditor's Report

The Plan Administrator and Participants
Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan
Portland, Oregon

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

We have performed audits of the financial statements of the Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

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

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our 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 the financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter - Supplemental Schedules Required by ERISA

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

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

In our opinion:

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

Hancock Askew & Co., LLP

Peachtree Corners, Georgia
September 19, 2024

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2023	2022
ASSETS		
Investments		
Investments, at fair value	\$ 41,429,898	\$ 35,449,351
Receivables		
Employer contributions	948,625	794,105
Notes receivable from participants	<u>184,619</u>	<u>105,393</u>
Total receivables	<u>1,133,244</u>	<u>899,498</u>
Net assets available for benefits	<u><u>\$ 42,563,142</u></u>	<u><u>\$ 36,348,849</u></u>

See accompanying notes to the financial statements.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Statement of Changes in Net Assets Available for Benefits

Year ended December 31,	2023
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ADDITIONS TO NET ASSETS

Contributions

Participant	\$	2,118,588
Employer		1,317,216
Rollovers		<u>391,271</u>

Total contributions		3,827,075
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Investment income

Interest and dividends		1,027,061
Net appreciation in fair value of investments		<u>5,259,444</u>

Total investment income		6,286,505
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Interest income on notes receivable from participants		<u>8,353</u>
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Total additions		10,121,933
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DEDUCTIONS FROM NET ASSETS

Benefits paid directly to participants		3,793,511
Administrative expenses		<u>114,129</u>

Total deductions		<u>3,907,640</u>
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Net increase in net assets available for benefits		6,214,293
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Net assets available for benefits, beginning of year		<u>36,348,849</u>
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Net assets available for benefits, end of year	\$	<u><u>42,563,142</u></u>
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See accompanying notes to the financial statements.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan

The following description of the Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan (the Plan) is provided only for 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, which is sponsored by Perkins & Company, P.C. (the Company or Employer), covering all employees of the Company and its affiliates, Perkins Consulting, LLC and Perkins Cybersecurity & Advisory Services, LLC. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

The Plan, adopted by the Company effective September 1, 1986, was most recently amended and restated effective April 27, 2021. No significant changes were made to the Plan as a result of this restatement.

Eligibility

The Plan covers all employees of the Company and its affiliates, except interns and seasonal or temporary employees. Eligible employees are immediately eligible to participate in the Plan upon hire.

Contributions

Contributions consist of employee elective deferral contributions (including pre-tax and Roth deferrals), Participant rollover contributions, Employer matching contributions, and nonelective Employer contributions. Employees may voluntarily contribute up to 100% of their eligible compensation, limited to \$22,500 in 2023 and \$20,500 in 2022, as prescribed by Internal Revenue Code (IRC). Participants age 50 and older are eligible to make an additional catch up contribution annually, limited to \$7,500 in 2023 and 2022.

The Plan provides for annual Employer matching contributions in an amount determined by the Board of Directors of the Company. For the years ended December 31, 2023 and 2022, matching contributions of up to one-third of the amount of each Participant's elective deferral were made, limited to 2% of the Participant's eligible compensation. Additionally, nonelective Employer contributions are determined annually by the Board of Directors of the Company. Participants are eligible for the Employer nonelective contribution upon the first enrollment date of January 1 or July 1 after completion of a twelve-consecutive month period of employment, beginning on the Participant's date of hire, provided they are employed on the last day of the Plan year. Contributions are subject to certain limitations as prescribed by the IRC. The Employer matching contributions for the years ended December 31, 2023 and 2022 were approximately \$419,400 and \$354,700, net of forfeitures utilized, respectively. The nonelective Employer contributions for the years ended December 31, 2023 and 2022 were approximately \$897,800 and \$759,900, net of forfeitures utilized, respectively.

Participant Accounts

Individual accounts are maintained for each Plan Participant. Each Participant's account is credited with the Participant's voluntary contribution, any Employer matching contribution, any nonelective Employer contribution, and Plan earnings, and is debited for withdrawals, administrative expenses and any allocation of Plan gains (losses). Allocations are based on Participant earnings (losses), deferrals, or account balances, 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.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan (cont.)

Investment Options

The Plan offers investment options through Fidelity Management Trust Company (Fidelity), the trustee of the Plan's assets. All investment options are 100% Participant directed. Participants can choose from a wide array of registered investment company options.

Vesting

Participants are fully vested in their employee contributions, including "rollovers", plus actual earnings (losses) thereon, as well as their nonelective Employer contributions and Employer matching contributions. Participants also become 100% vested in Employer contributions upon reaching normal retirement age, death, or disability.

Forfeitures

Forfeitures of non-vested accounts are used to reduce nonelective Employer and/or matching contributions, or to offset Plan administrative expenses. For the year ended December 31, 2023, the Plan used \$22,868 of accumulated unapplied forfeitures to reduce Company contributions. The unapplied forfeiture balance as of December 31, 2023 and 2022 was \$7,818 and \$22,868, respectively.

Revenue Sharing

The Plan received revenue credits from the funds managed by Fidelity. The amounts in the unallocated revenue credit account may be used to pay reasonable and necessary Plan expenses or may be allocated to Participants. During 2023, \$1,951 was allocated to Participants. There were \$7,823 and \$3,271 of unallocated funds in the revenue credit account as of December 31, 2023 and 2022, respectively.

Notes Receivable from Participants

Participants may borrow from their account up to \$50,000 or 50% of their vested account balance, whichever is less. The loans are secured by the balance in the Participant's account and bear interest as determined by the Plan administrator. The interest rate is based on the prevailing interest rate charged by persons in the business of lending money for loans that would be made under similar circumstances. The interest rates on notes receivable from Participants range from 5.25% to 10.50% at December 31, 2023. Loan terms range from one to five years or up to 10 years for the purchase of a primary residence. Loans are not considered distributions and are not subject to federal or state income taxes, provided they are repaid as required. Loans are repaid through payroll deductions and repayment begins the first pay period after disbursement of the loan.

Payment of Benefits

Benefits are paid to Participants upon retirement (normal retirement age is 60), termination, hardship, disability, or death in either a lump sum amount equal to the value of the vested interest in the account or installment payments, in accordance with Plan provisions. Participants may also receive a distribution, upon election, of their direct rollover accounts. Account balances that are under \$5,000 may be automatically paid out at the discretion of the Company as further described in the Plan agreement.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan (cont.)

Administrative Expenses

Administrative expenses may be paid by the Company and are excluded from these financial statements. Expenses not paid by the Company are deducted from Participant accounts based on a Participant's account relative to total Plan assets. In addition, certain expenses related to the plan administration, including computer services, professional fees, office supplies and payroll expenses of administration and clerical personnel are provided by the Company without charge to the Plan. Investment related expenses (in the form of a fee expense ratio charged to each investment option) are included in net appreciation/(depreciation) of fair value of investments.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Accounting Estimates

The preparation of financial statements in conformity with GAAP requires Plan management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and changes therein, and the disclosure of the contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from Participants represent Participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from Participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2023 or 2022. If a Participant ceases to make loan repayments and the Plan administrator deems the Participant loan to be in default, the Participant loan balance is reduced, and a benefit payment is recorded.

Investment Valuation

The Plan's investments are stated at fair value. Fair value of financial instruments is what would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). See Note 5 for discussion of fair value measurement.

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

Contributions

Contributions from Plan Participants and the matching contributions from the Company are recorded in the year in which the employee contributions are withheld from compensation.

Payment of Benefits

Benefit payments are recorded when paid.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

3. Certified Information

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity has certified that the financial information included in the financial statements and supplemental schedules as of December 31, 2023 and 2022, and for the year ended December 31, 2023, provided to the Plan is complete and accurate. The information as to investment assets and transactions therein, and investment income (loss) included in the accompanying financial statements and supplemental schedules as of December 31, 2023 and 2022, and for the year ended December 31, 2023, is covered by such certification.

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

4. Party-In-Interest Transactions

Fidelity is the trustee of the Plan. Certain Plan investments are shares of mutual funds managed by Fidelity Investments. Merrill Lynch, Pierce, Fenner & Smith Incorporated (Merrill Lynch) is the Plan's investment advisor. BlackRock is a related company of Merrill Lynch and certain Plan investments are shares of mutual funds managed by BlackRock. These transactions qualify as exempt party-in-interest transactions. Notes receivable from Participants are also defined by ERISA as party-in-interest transactions.

5. Fair Value Measurement

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

Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities. An active market asset or liability is a market in which the transaction for the asset or liability occurs with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 - Observable inputs other than Level 1 prices, such as a quoted price for similar assets or liabilities; quoted market prices in markets that are active; or model-derived valuation or other inputs that are observable or can be corroborated by observable market data for substantially the full terms of the assets or liabilities.

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

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

Following is a description of the valuation methodology used for assets measured at fair value at December 31, 2023 and 2022.

Mutual funds and money market mutual fund - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

5. Fair Value Measurement (cont.)

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

The following tables set forth by level, within the fair value hierarchy, the Plan's investment assets at fair value as of December 31, 2023 and 2022.

<i>December 31, 2023</i>	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 41,190,966	\$ -	\$ -	\$ 41,190,966
Money market mutual fund	238,932	-	-	238,932
Total investments at fair value	<u>\$ 41,429,898</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 41,429,898</u>
<i>December 31, 2022</i>	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 35,397,309	\$ -	\$ -	\$ 35,397,309
Money market mutual fund	52,042	-	-	52,042
Total investments at fair value	<u>\$ 35,449,351</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 35,449,351</u>

6. Plan Termination

Although it has not expressed any intention 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 set forth in ERISA. In the event the Plan is terminated, Participants would become 100% vested in their account balances and such balances shall be distributed to Participants and beneficiaries based on their individual accounts in the Plan as of the termination date.

7. Income Tax Status

The Plan is based on a Non-Standardized Pre-Approved Profit Sharing Plan with CODA (Pre-Approved Plan) sponsored by FMR LLC (doing business as Fidelity Institutional Asset Management). The Internal Revenue Service (IRS) has opined and informed FMR LLC by letter dated June 30, 2020, that the Pre-Approved Plan is designed in accordance with the applicable sections of the IRC. The Plan administrator believes that the Plan is designed, and is being operated, in compliance with the applicable requirements of the IRC and, therefore, believes the Plan is qualified and the related trust is tax-exempt.

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

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

8. Risks and Uncertainties

Investment securities are exposed to various risks, such as interest rate, credit risk and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect the amounts reported in the financial statements.

9. Delinquent Participant Contributions

During 2023, employee withholdings of \$246,815 were not remitted within the appropriate time period by the Company. The Partnership remitted delinquent contributions during 2023 and the related lost earnings during 2024. These transactions constituted prohibited transactions as defined by ERISA.

10. Subsequent Events

The Plan has evaluated, for consideration of recognition or disclosure, subsequent events that have occurred through the date of issuance, September 19, 2024, and has determined that no significant events occurred after December 31, 2023, but prior to the issuance of these financial statements, that would have a material impact on these financial statements.

SUPPLEMENTAL SCHEDULES

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Schedule H, Line 4a - Schedule of Delinquent Participant Contributions

EIN: 93-0928924

Plan # 001

Year Ended December 31, 2023

	Participant Contributions Transferred Late to the Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PIE 2002- 51
Plan Year	☒ Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2023	\$ 246,815	\$ 246,815	\$ -	\$ -	-

During 2023, employee withholdings of \$246,815 were not remitted within the appropriate time period by the Company. The Company remitted delinquent contributions during 2023 and the related lost earnings during 2024. These transactions constituted prohibited transactions as defined by ERISA.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

EIN: 93-0928924

Plan # 001

December 31, 2023

	(b)	(c)	(d)	(e)
(a)	Identity of Issuer	Description of Investment: Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
Registered investment companies				
*	Fidelity Investments	Fidelity Government Money Market Mutual Fund	**	\$ 238,932
*	Fidelity Investments	Fidelity 500 Index Fund	**	4,400,329
*	Fidelity Investments	Fidelity US Bond Index Fund	**	330,910
*	Fidelity Investments	Fidelity Mid Cap Index Fund	**	1,082,068
*	Fidelity Investments	Fidelity Small Cap Index Fund	**	711,705
	PIMCO	PIMCO Income Fund	**	174,750
	PIMCO	PIMCO Commodity Real Return Strategy Fund	**	29,875
	Columbia Funds Series Trust I	Columbia Small Cap Growth Fund I Advisor Class	**	374,392
	Hartford Mutual Funds	Hartford International Opps R6 Fund	**	144,667
	Undiscovered Managers Funds	Undiscovered Managers Behavioral Value Fund R6	**	240,567
	American Century Investments	American Century Inflation Adjusted Bond Fund R5	**	15,510
	MFS	MFS Value R6	**	582,274
	First Eagle Fund	First Eagle Global Fund R6	**	1,993,143
	MFS	MFS Massachusetts Investors Growth Stock Fund R6	**	1,232,969
	Deutsche DWS Securities Trust	DWS RREEF Real Estate Securities Fund - Class R6	**	253,713
	Victory Portfolios	Victory Sycamore Established Value Fund R6	**	1,277,287
	Lord Abbett	Lord Abbett Short Duration Income Fund R6	**	39,239
	American Century Investments	American Century Sustainable Equity R6	**	26,579
	Hartford Mutual Funds	Hartford Schroders Intl Multi-Cp Val SDR	**	246,131
	Goldman Sachs	Goldman Sachs GQG Ptnrs Intl Opps R6	**	496,240
	Natixis Funds	Loomis Sayles Core Plus Bond N	**	67,209
	Federated	Federated Hermes MDT Mid Cap Growth R6	**	696,584
*	BlackRock	BlackRock LifePath Index Retirement Fund K	**	895,363
*	BlackRock	BlackRock LifePath Index 2025 Fund K	**	2,615,136
*	BlackRock	BlackRock LifePath Index 2030 Fund K	**	1,843,260
*	BlackRock	BlackRock LifePath Index 2035 Fund K	**	5,429,723
*	BlackRock	BlackRock LifePath Index 2040 Fund K	**	3,121,665
*	BlackRock	BlackRock LifePath Index 2045 Fund K	**	6,464,614
*	BlackRock	BlackRock LifePath Index 2050 Fund K	**	2,983,024
*	BlackRock	BlackRock LifePath Index 2055 Fund K	**	1,430,654
*	BlackRock	BlackRock LifePath Index 2060 Fund K	**	1,439,579
*	BlackRock	BlackRock High Yield Bond Portfolio Fund K	**	85,792
*	BlackRock	BlackRock Engineering Markets Fund	**	466,015
				41,429,898

Notes receivable

*	Participants	Notes receivable with variable maturities and interest rates ranging from 5.25% - 10.50% on all outstanding notes.	-	184,619
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Total

\$ 41,614,517

* Party-in-interest, as defined by ERISA.

**The cost of participant-directed accounts is not required to be disclosed.

PERKINS & COMPANY, P.C. EMPLOYEE 401(K) PROFIT SHARING PLAN

Financial Statements and Independent Auditor's Report

As of December 31, 2023 and 2022
And for the Year Ended December 31, 2023

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

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Independent Auditor's Report

The Plan Administrator and Participants
Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan
Portland, Oregon

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

We have performed audits of the financial statements of the Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

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

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our 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 the financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter - Supplemental Schedules Required by ERISA

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

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

In our opinion:

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

Hancock Askew & Co., LLP

Peachtree Corners, Georgia
September 19, 2024

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2023	2022
ASSETS		
Investments		
Investments, at fair value	\$ 41,429,898	\$ 35,449,351
Receivables		
Employer contributions	948,625	794,105
Notes receivable from participants	184,619	105,393
Total receivables	1,133,244	899,498
Net assets available for benefits	\$ 42,563,142	\$ 36,348,849

See accompanying notes to the financial statements.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Statement of Changes in Net Assets Available for Benefits

Year ended December 31,	2023
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ADDITIONS TO NET ASSETS

Contributions

Participant	\$	2,118,588
Employer		1,317,216
Rollovers		<u>391,271</u>

Total contributions		3,827,075
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Investment income

Interest and dividends		1,027,061
Net appreciation in fair value of investments		<u>5,259,444</u>

Total investment income		6,286,505
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Interest income on notes receivable from participants		<u>8,353</u>
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Total additions		10,121,933
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DEDUCTIONS FROM NET ASSETS

Benefits paid directly to participants		3,793,511
Administrative expenses		<u>114,129</u>

Total deductions		<u>3,907,640</u>
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Net increase in net assets available for benefits		6,214,293
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Net assets available for benefits, beginning of year		<u>36,348,849</u>
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Net assets available for benefits, end of year	\$	<u><u>42,563,142</u></u>
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See accompanying notes to the financial statements.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan

The following description of the Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan (the Plan) is provided only for 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, which is sponsored by Perkins & Company, P.C. (the Company or Employer), covering all employees of the Company and its affiliates, Perkins Consulting, LLC and Perkins Cybersecurity & Advisory Services, LLC. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

The Plan, adopted by the Company effective September 1, 1986, was most recently amended and restated effective April 27, 2021. No significant changes were made to the Plan as a result of this restatement.

Eligibility

The Plan covers all employees of the Company and its affiliates, except interns and seasonal or temporary employees. Eligible employees are immediately eligible to participate in the Plan upon hire.

Contributions

Contributions consist of employee elective deferral contributions (including pre-tax and Roth deferrals), Participant rollover contributions, Employer matching contributions, and nonelective Employer contributions. Employees may voluntarily contribute up to 100% of their eligible compensation, limited to \$22,500 in 2023 and \$20,500 in 2022, as prescribed by Internal Revenue Code (IRC). Participants age 50 and older are eligible to make an additional catch up contribution annually, limited to \$7,500 in 2023 and 2022.

The Plan provides for annual Employer matching contributions in an amount determined by the Board of Directors of the Company. For the years ended December 31, 2023 and 2022, matching contributions of up to one-third of the amount of each Participant's elective deferral were made, limited to 2% of the Participant's eligible compensation. Additionally, nonelective Employer contributions are determined annually by the Board of Directors of the Company. Participants are eligible for the Employer nonelective contribution upon the first enrollment date of January 1 or July 1 after completion of a twelve-consecutive month period of employment, beginning on the Participant's date of hire, provided they are employed on the last day of the Plan year. Contributions are subject to certain limitations as prescribed by the IRC. The Employer matching contributions for the years ended December 31, 2023 and 2022 were approximately \$419,400 and \$354,700, net of forfeitures utilized, respectively. The nonelective Employer contributions for the years ended December 31, 2023 and 2022 were approximately \$897,800 and \$759,900, net of forfeitures utilized, respectively.

Participant Accounts

Individual accounts are maintained for each Plan Participant. Each Participant's account is credited with the Participant's voluntary contribution, any Employer matching contribution, any nonelective Employer contribution, and Plan earnings, and is debited for withdrawals, administrative expenses and any allocation of Plan gains (losses). Allocations are based on Participant earnings (losses), deferrals, or account balances, 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.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan (cont.)

Investment Options

The Plan offers investment options through Fidelity Management Trust Company (Fidelity), the trustee of the Plan's assets. All investment options are 100% Participant directed. Participants can choose from a wide array of registered investment company options.

Vesting

Participants are fully vested in their employee contributions, including "rollovers", plus actual earnings (losses) thereon, as well as their nonelective Employer contributions and Employer matching contributions. Participants also become 100% vested in Employer contributions upon reaching normal retirement age, death, or disability.

Forfeitures

Forfeitures of non-vested accounts are used to reduce nonelective Employer and/or matching contributions, or to offset Plan administrative expenses. For the year ended December 31, 2023, the Plan used \$22,868 of accumulated unapplied forfeitures to reduce Company contributions. The unapplied forfeiture balance as of December 31, 2023 and 2022 was \$7,818 and \$22,868, respectively.

Revenue Sharing

The Plan received revenue credits from the funds managed by Fidelity. The amounts in the unallocated revenue credit account may be used to pay reasonable and necessary Plan expenses or may be allocated to Participants. During 2023, \$1,951 was allocated to Participants. There were \$7,823 and \$3,271 of unallocated funds in the revenue credit account as of December 31, 2023 and 2022, respectively.

Notes Receivable from Participants

Participants may borrow from their account up to \$50,000 or 50% of their vested account balance, whichever is less. The loans are secured by the balance in the Participant's account and bear interest as determined by the Plan administrator. The interest rate is based on the prevailing interest rate charged by persons in the business of lending money for loans that would be made under similar circumstances. The interest rates on notes receivable from Participants range from 5.25% to 10.50% at December 31, 2023. Loan terms range from one to five years or up to 10 years for the purchase of a primary residence. Loans are not considered distributions and are not subject to federal or state income taxes, provided they are repaid as required. Loans are repaid through payroll deductions and repayment begins the first pay period after disbursement of the loan.

Payment of Benefits

Benefits are paid to Participants upon retirement (normal retirement age is 60), termination, hardship, disability, or death in either a lump sum amount equal to the value of the vested interest in the account or installment payments, in accordance with Plan provisions. Participants may also receive a distribution, upon election, of their direct rollover accounts. Account balances that are under \$5,000 may be automatically paid out at the discretion of the Company as further described in the Plan agreement.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

1. Description of the Plan (cont.)

Administrative Expenses

Administrative expenses may be paid by the Company and are excluded from these financial statements. Expenses not paid by the Company are deducted from Participant accounts based on a Participant's account relative to total Plan assets. In addition, certain expenses related to the plan administration, including computer services, professional fees, office supplies and payroll expenses of administration and clerical personnel are provided by the Company without charge to the Plan. Investment related expenses (in the form of a fee expense ratio charged to each investment option) are included in net appreciation/(depreciation) of fair value of investments.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Accounting Estimates

The preparation of financial statements in conformity with GAAP requires Plan management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and changes therein, and the disclosure of the contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from Participants represent Participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from Participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2023 or 2022. If a Participant ceases to make loan repayments and the Plan administrator deems the Participant loan to be in default, the Participant loan balance is reduced, and a benefit payment is recorded.

Investment Valuation

The Plan's investments are stated at fair value. Fair value of financial instruments is what would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). See Note 5 for discussion of fair value measurement.

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

Contributions

Contributions from Plan Participants and the matching contributions from the Company are recorded in the year in which the employee contributions are withheld from compensation.

Payment of Benefits

Benefit payments are recorded when paid.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

3. Certified Information

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity has certified that the financial information included in the financial statements and supplemental schedules as of December 31, 2023 and 2022, and for the year ended December 31, 2023, provided to the Plan is complete and accurate. The information as to investment assets and transactions therein, and investment income (loss) included in the accompanying financial statements and supplemental schedules as of December 31, 2023 and 2022, and for the year ended December 31, 2023, is covered by such certification.

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

4. Party-In-Interest Transactions

Fidelity is the trustee of the Plan. Certain Plan investments are shares of mutual funds managed by Fidelity Investments. Merrill Lynch, Pierce, Fenner & Smith Incorporated (Merrill Lynch) is the Plan's investment advisor. BlackRock is a related company of Merrill Lynch and certain Plan investments are shares of mutual funds managed by BlackRock. These transactions qualify as exempt party-in-interest transactions. Notes receivable from Participants are also defined by ERISA as party-in-interest transactions.

5. Fair Value Measurement

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

Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities. An active market asset or liability is a market in which the transaction for the asset or liability occurs with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 - Observable inputs other than Level 1 prices, such as a quoted price for similar assets or liabilities; quoted market prices in markets that are active; or model-derived valuation or other inputs that are observable or can be corroborated by observable market data for substantially the full terms of the assets or liabilities.

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

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

Following is a description of the valuation methodology used for assets measured at fair value at December 31, 2023 and 2022.

Mutual funds and money market mutual fund - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

5. Fair Value Measurement (cont.)

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

The following tables set forth by level, within the fair value hierarchy, the Plan's investment assets at fair value as of December 31, 2023 and 2022.

<i>December 31, 2023</i>	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 41,190,966	\$ -	\$ -	\$ 41,190,966
Money market mutual fund	238,932	-	-	238,932
Total investments at fair value	<u>\$ 41,429,898</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 41,429,898</u>
<i>December 31, 2022</i>	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 35,397,309	\$ -	\$ -	\$ 35,397,309
Money market mutual fund	52,042	-	-	52,042
Total investments at fair value	<u>\$ 35,449,351</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 35,449,351</u>

6. Plan Termination

Although it has not expressed any intention 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 set forth in ERISA. In the event the Plan is terminated, Participants would become 100% vested in their account balances and such balances shall be distributed to Participants and beneficiaries based on their individual accounts in the Plan as of the termination date.

7. Income Tax Status

The Plan is based on a Non-Standardized Pre-Approved Profit Sharing Plan with CODA (Pre-Approved Plan) sponsored by FMR LLC (doing business as Fidelity Institutional Asset Management). The Internal Revenue Service (IRS) has opined and informed FMR LLC by letter dated June 30, 2020, that the Pre-Approved Plan is designed in accordance with the applicable sections of the IRC. The Plan administrator believes that the Plan is designed, and is being operated, in compliance with the applicable requirements of the IRC and, therefore, believes the Plan is qualified and the related trust is tax-exempt.

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

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Notes to Financial Statements

8. Risks and Uncertainties

Investment securities are exposed to various risks, such as interest rate, credit risk and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect the amounts reported in the financial statements.

9. Delinquent Participant Contributions

During 2023, employee withholdings of \$246,815 were not remitted within the appropriate time period by the Company. The Partnership remitted delinquent contributions during 2023 and the related lost earnings during 2024. These transactions constituted prohibited transactions as defined by ERISA.

10. Subsequent Events

The Plan has evaluated, for consideration of recognition or disclosure, subsequent events that have occurred through the date of issuance, September 19, 2024, and has determined that no significant events occurred after December 31, 2023, but prior to the issuance of these financial statements, that would have a material impact on these financial statements.

SUPPLEMENTAL SCHEDULES

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan**Schedule H, Line 4a - Schedule of Delinquent Participant Contributions****EIN: 93-0928924****Plan # 001**

Year Ended December 31, 2023

	Participant Contributions Transferred Late to the Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PIE 2002- 51
Plan Year	☒ Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2023	\$ 246,815	\$ 246,815	\$ -	\$ -	-

During 2023, employee withholdings of \$246,815 were not remitted within the appropriate time period by the Company. The Company remitted delinquent contributions during 2023 and the related lost earnings during 2024. These transactions constituted prohibited transactions as defined by ERISA.

Perkins & Company, P.C. Employee 401(k) Profit Sharing Plan

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

EIN: 93-0928924

Plan # 001

December 31, 2023

	(b)	(c)	(d)	(e)
(a)	Identity of Issuer	Description of Investment: Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
Registered investment companies				
*	Fidelity Investments	Fidelity Government Money Market Mutual Fund	**	\$ 238,932
*	Fidelity Investments	Fidelity 500 Index Fund	**	4,400,329
*	Fidelity Investments	Fidelity US Bond Index Fund	**	330,910
*	Fidelity Investments	Fidelity Mid Cap Index Fund	**	1,082,068
*	Fidelity Investments	Fidelity Small Cap Index Fund	**	711,705
	PIMCO	PIMCO Income Fund	**	174,750
	PIMCO	PIMCO Commodity Real Return Strategy Fund	**	29,875
	Columbia Funds Series Trust I	Columbia Small Cap Growth Fund I Advisor Class	**	374,392
	Hartford Mutual Funds	Hartford International Opps R6 Fund	**	144,667
	Undiscovered Managers Funds	Undiscovered Managers Behavioral Value Fund R6	**	240,567
	American Century Investments	American Century Inflation Adjusted Bond Fund R5	**	15,510
	MFS	MFS Value R6	**	582,274
	First Eagle Fund	First Eagle Global Fund R6	**	1,993,143
	MFS	MFS Massachusetts Investors Growth Stock Fund R6	**	1,232,969
	Deutsche DWS Securities Trust	DWS RREEF Real Estate Securities Fund - Class R6	**	253,713
	Victory Portfolios	Victory Sycamore Established Value Fund R6	**	1,277,287
	Lord Abbett	Lord Abbett Short Duration Income Fund R6	**	39,239
	American Century Investments	American Century Sustainable Equity R6	**	26,579
	Hartford Mutual Funds	Hartford Schroders Intl Multi-Cp Val SDR	**	246,131
	Goldman Sachs	Goldman Sachs GQG Ptnrs Intl Opps R6	**	496,240
	Natixis Funds	Loomis Sayles Core Plus Bond N	**	67,209
	Federated	Federated Hermes MDT Mid Cap Growth R6	**	696,584
*	BlackRock	BlackRock LifePath Index Retirement Fund K	**	895,363
*	BlackRock	BlackRock LifePath Index 2025 Fund K	**	2,615,136
*	BlackRock	BlackRock LifePath Index 2030 Fund K	**	1,843,260
*	BlackRock	BlackRock LifePath Index 2035 Fund K	**	5,429,723
*	BlackRock	BlackRock LifePath Index 2040 Fund K	**	3,121,665
*	BlackRock	BlackRock LifePath Index 2045 Fund K	**	6,464,614
*	BlackRock	BlackRock LifePath Index 2050 Fund K	**	2,983,024
*	BlackRock	BlackRock LifePath Index 2055 Fund K	**	1,430,654
*	BlackRock	BlackRock LifePath Index 2060 Fund K	**	1,439,579
*	BlackRock	BlackRock High Yield Bond Portfolio Fund K	**	85,792
*	BlackRock	BlackRock Engineering Markets Fund	**	466,015
				41,429,898

Notes receivable

*	Participants	Notes receivable with variable maturities and interest rates ranging from 5.25% - 10.50% on all outstanding notes.	-	184,619
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Total

\$ 41,614,517

* Party-in-interest, as defined by ERISA.

**The cost of participant-directed accounts is not required to be disclosed.