

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) _____
B	This return/report is: ☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan CLEMENT RIVERS, LLP PROFIT SHARING AND SALARY DEFERRED PLAN
1b	Three-digit plan number (PN) ▶ 002
1c	Effective date of plan 01/01/1985
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) CLEMENT RIVERS, LLP 25 CALHOUN STREET SUITE 400 CHARLESTON, SC 29401
2b	Employer Identification Number (EIN) 57-0471590
2c	Plan Sponsor's telephone number 843-577-4000
2d	Business code (see instructions) 541110

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.	10/04/2024	BRAD WALBECK
	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	5 105
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) 73 6a(2) 86 6b 1 6c 23 6d 110 6e 0 6f 110 6g(1) 104 6g(2) 105 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:
 2E 2F 2G 2J 2K 2T 3B 3D

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

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

a Pension Schedules

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

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information) – Number Attached 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 CLEMENT RIVERS, LLP PROFIT SHARING AND SALARY DEFERRED PLAN	B Three-digit plan number (PN) 002
C Plan sponsor's name as shown on line 2a of Form 5500 CLEMENT RIVERS, LLP	D Employer Identification Number (EIN) 57-0471590

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
-----	--

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

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

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

GALLAGHER FIDUCIARY ADVISORS LLC

36-4291971

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	20625	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

STRATEGIC ADVISORS, INC.

04-2654524

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	15336	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	-264	Yes ☒ No ☐	Yes ☒ No ☐	0	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.	
ALGER CAP APPREC I - UMB FUND SERV 39-1657495	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DLWR SM CAP CORE IS - DELAWARE INV 2005 MARKET STREET PHILADELPHIA, PA 19103	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.	
FKLN SM CAP GRTH ADV - FRANKLIN TE 94-3167260	0.15%	

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.	
GS INTL SM CP INS A - GOLDMAN SACH 13-5108880	0.50%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
INVS EQV EM ALLCP A - INVESCO INVE 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.50%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
INVS GRTH & INC A - INVESCO INVEST 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.50%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JPM US RSH ENH EQ A - DST ASSET MA 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.50%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
METWEST TOT RTN BD M - BNY MELLON 500 ROSS STREET 15253-4426 PITTSBURGH, PA 53442	0.35%	
(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.	
NUVEEN REAL ESTATE A - SS&C GLOBAL 2000 CROWN COLONY DRIVE QUINCY, MA 02169	0.50%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
NUVEEN SM CP VAL I - SS&C GLOBAL I 2000 CROWN COLONY DRIVE QUINCY, MA 02169	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
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.	
OAKMARK INTL INV - SS&C GIDS, INC 2000 CROWN COLONY DRIVE QUINCY, MA 02169	0.35%	
(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.	
TRP SM CAP VAL ADV - T. ROWE PRICE	0.40%	
52-2269240		

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.	
VRTS NFJ MC VAL IS - VIRTUS FUND S 4400 COMPUTER DRIVE WESTBOROUGH, MA 01581	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration		DFE/Participating Plan 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 CLEMENT RIVERS, LLP PROFIT SHARING AND SALARY DEFERRED PLAN				B Three-digit plan number (PN) ▶ 002	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 CLEMENT RIVERS, LLP				D Employer Identification Number (EIN) 57-0471590	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: MIP CL 1					
b Name of sponsor of entity listed in (a): FIDELITY MANAGEMENT TRUST COMPANY					
c EIN-PN 04-3022712-024		d Entity code C		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 442907	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103	

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

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

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

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

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

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan CLEMENT RIVERS, LLP PROFIT SHARING AND SALARY DEFERRED PLAN	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 CLEMENT RIVERS, LLP		
		D Employer Identification Number (EIN) 57-0471590

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)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	16101	10996
(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)	126778	192153
(9) Value of interest in common/collective trusts	1c(9)	1576846	442907
(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)	19791040	21068497
(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	21510765	21714553
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	21510765	21714553

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)	444841	
(B) Participants	2a(1)(B)	562835	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1007676
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	845	
(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)	6159	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		7004
(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)	434750	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		434750
(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)		103160
(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)		3536901
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		5089491

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4842143	
(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)		4842143
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Recordkeeping fees.....	2i(3)	-264	
(4) IQPA audit fees.....	2i(4)	0	
(5) Investment advisory and investment management fees	2i(5)	40544	
(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)	3280	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		43560
j Total expenses. Add all expense amounts in column (b) and enter total	2j		4885703

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		203788
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: **MOSS & YANTIS CPA PA**

(2) EIN: **47-1356737**

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.)	☒	☐	1416
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 CLEMENT RIVERS, LLP PROFIT SHARING AND SALARY DEFERRED PLAN		B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 CLEMENT RIVERS, LLP		D Employer Identification Number (EIN) 57-0471590
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-6568107		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A		
If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____		
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2023 v. 230707		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

Clement Rivers, LLP
Profit Sharing and Salary Deferred Plan

Financial Statements and Supplemental Schedules

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

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

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INDEPENDENT AUDITORS' REPORT

To The Trustees and Investment Committee of
Clement Rivers, LLP Profit Sharing & Salary Deferred Plan
Charleston, South Carolina

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

We have performed audits of the accompanying financial statements of Clement Rivers, LLP Profit Sharing & Salary Deferred Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, 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 Clement Rivers, LLP Profit Sharing & Salary Deferred 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 Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

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

Opinion

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

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



Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (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 Clement Rivers, LLP Profit Sharing & Salary Deferred Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is also responsible for maintaining a current plan instrument, including all plan amendments; administering the plan; and determining that the plan's transactions that are presented and disclosed in the financial 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 Clement Rivers, LLP Profit Sharing & Salary Deferred 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 Clement Rivers, LLP Profit Sharing & Salary Deferred Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter—Supplemental Schedules Required by ERISA

The supplemental 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used



to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

Moss & Yantis CPA

September 9, 2024
Mt. Pleasant, South Carolina

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Statements of Net Assets Available for Benefits
December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Assets		
Investments, at fair value		
Money market funds	\$ 10,996	\$ 16,101
Mutual funds	<u>21,068,497</u>	<u>19,791,040</u>
Total investments, at fair value	<u>21,079,493</u>	<u>19,807,141</u>
Investments, at contract value		
Common collective trust funds	<u>469,643</u>	<u>1,690,997</u>
Total investments, at contract value	<u>469,643</u>	<u>1,690,997</u>
Total investments	<u>21,549,136</u>	<u>21,498,138</u>
Receivables		
Employer contributions	476,942	434,347
Participant contributions	12,402	11,120
Notes receivable from participants	<u>192,153</u>	<u>126,778</u>
Total receivables	<u>681,497</u>	<u>572,245</u>
Total assets	<u>22,230,633</u>	<u>22,070,383</u>
Net assets available for benefits	<u><u>\$ 22,230,633</u></u>	<u><u>\$ 22,070,383</u></u>

See accompanying notes to the financial statements.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2023

Additions to net assets attributed to:

Contributions:

Employer	\$ 476,942
Participant	575,449

Investment income:

Net appreciation in fair value of investments	3,536,899
Interest and dividends	451,318

Interest on notes receivable from participants	6,159
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Other income	26
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Total additions to net assets	<u>5,046,793</u>
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Deductions from net assets attributed to:

Benefits paid to participants	4,842,143
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Administrative expenses, net (Note 6)	43,560
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Other disbursement	<u>840</u>
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Total deductions from net assets	<u>4,886,543</u>
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Net increase in assets available for benefits	160,250
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Net assets available for benefits, beginning of year	<u>22,070,383</u>
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Net assets available for benefits, end of year	<u><u>\$ 22,230,633</u></u>
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Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

1. Description of Plan

The following description of Clement Rivers, LLP Profit Sharing and Salary Deferred Plan, (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution pension plan covering all eligible employees of Clement Rivers, LLP (the Company) who have at least one year of service and are age twenty-one or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Board of Trustees is responsible for oversight of the Plan. The Investment Committee determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Plan's Board of Trustees.

Contributions

Each year, participants may contribute an elected amount of pretax annual compensation, as defined in the Plan. Additionally, participants may elect to make after-tax Roth contributions to the Plan. Participants who have attained age fifty before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans (rollover contributions). Participant deferral contributions are limited to sixty percent of the participant's compensation, as defined.

At their discretion, the Company may elect to make a matching contribution to the Plan based on a percentage of the participant's elective deferral. For the plan years ended December 31, 2023 and 2022, the Company elected to contribute a matching contribution equal to 75% of the participant's elective deferrals not to exceed 3% of compensation deferred into the Plan. The Company's contribution is made once a year after the end of the contribution period. Partners are not permitted to participate in the matching contributions made by the Company.

At their discretion, the Company may elect to make a profit-sharing contribution to the Plan. For the plan years ended December 31, 2023 and 2022, the Company elected to make a profit sharing contribution equal to 3% of the participants' compensation, as defined in the Plan. The Plan was not considered top-heavy for the 2023 and 2022 plan years.

A participant who makes deferral contributions during the period is only entitled to receive matching and profit-sharing contributions if the participant is employed by the Company on the last day of the contribution period. Company contributions are invested according to the investment allocation elected by the participant. Contributions are subject to certain IRS limits.

Vesting

Participants are immediately vested in their contributions, Company matching contributions and Company profit sharing contributions plus actual earnings thereon.

Investment Options

Participants direct the investment of their contributions into various investment options offered by the Plan. Participants may change their investment options as often as permitted under the investment vehicles chosen by the participant. The Plan currently offers various mutual funds, a money market account and a common collective trust fund investment contract as investment options for participants.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Participant Accounts

Each participant's account is credited with the participant's contributions and Company matching contributions, as well as allocations of the Company's profit-sharing contribution and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or fifty percent of their account balance. The loans are secured by the balance in the participant's account. The loan interest rate, determined quarterly by the Trustees, is based on the prime rate and is commensurate with local prevailing rates. Interest rates on outstanding participant loans during 2023 ranged from 4.25% to 9.50%. Principal and interest is paid ratably through bi-weekly payroll deductions for employees and through monthly deductions from members' guaranteed payments.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant may elect to receive benefits in either a lump-sum amount equal to the value of the participant's vested interest in his or her account or annual installments. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Participants may make hardship withdrawals upon written request to, and approval by, the Plan administrator. Participants may withdraw up to 100% of their elective deferrals. The minimum hardship distribution allowed is \$500.

Plan Amendments

In January 2023 the Plan was amended, effective March 2023, to exclude employees covered by a collective bargaining agreement, leased employees, and nonresident aliens from participating in the Plan. This amendment also made the following changes: Plan entry dates to the first day of each month, as opposed to the first day of each plan year and the first day of the seventh month of each plan year; the frequency Participants may change their salary reduction agreement to the first day of each month as opposed to the beginning of each payroll period; the effective date of a Participants' revocation of participation from the next entry date to the first day of the next month; and removed annuity payments as a form of distributions available in the Plan; the cashout limit was changed from \$1,000 to the dollar amount specified in Code Section 411(a)(11)A) (\$5,000 for the year ended December 31, 2023), this provision was further modified under this amendment to specify that distributions greater than \$1,000 that are made without the participant's consent before the participant's normal retirement age will be rolled over to an individual retirement plan designated by the plan administrator.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Use of Estimates

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisers, custodians and insurance company. See Note 4 for a discussion of fair value measurements.

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

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. 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 and 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.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

Subsequent Events

The Plan has evaluated subsequent events through September 9, 2024, the date the financial statements were available to be issued.

New Accounting Pronouncements

On December 29, 2022, the SECURE 2.0 Act of 2022 was signed into law. This act contains provisions that go into effect at various times starting in the 2023 year and ending in 2033. The deadline for adopting any required plan amendments pursuant to the SECURE 2.0 Act is December 31, 2026; however, plans must be operated in accordance with the effective date of each new provision. Management has reviewed the provisions effective for the 2023 year and continues to monitor and adjust operations in accordance with provisions as they become effective. As of December 31, 2023, no formal

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Plan amendments have been made to adopt SECURE 2.0 Act provisions. Management has determined that the Plan was in compliance with all applicable provisions for the year ended December 31, 2023.

3. Unaudited Investment Information Certified by Custodian

The accompanying financial statements and supplemental schedules include the following unaudited information as of December 31, 2023 and 2022 and for the year ended December 31, 2023 that was obtained from data prepared and certified to be complete and accurate by Fidelity Management Trust Company, the custodian:

	2023	2022
Investments, at fair value, as determined by quoted market prices	\$ 21,079,493	\$ 19,807,141
Investments, at contract value (See Note 5)	\$ 469,643	\$ 1,690,997
Net appreciation in investments	\$ 3,536,899	
Interest and dividends	\$ 451,318	

Supplemental Schedule H; Line 4i - Schedule of Assets (Held at End of Year) included on pages 17 - 18; all items and amounts excluding participant loans

4. Fair Value Measurements

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

Basis of Fair Value Measurement

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

Level 2 Inputs to the valuation methodology include

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

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

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

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

The asset 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. The Plan's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

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

Money Market funds: Valued at \$1 per share.

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the 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.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's fair value measurement at December 31, 2023 and 2022:

Description	Assets at Fair Value as of December 31, 2023			
	Level 1	Level 2	Level 3	Total
Money Market Funds	\$ 10,996	\$ -	\$ -	\$ 10,996
Mutual Funds	21,068,497	-	-	21,068,497
Total Investments at Fair Value	<u>\$ 21,079,493</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 21,079,493</u>

Description	Assets at Fair Value as of December 31, 2022			
	Level 1	Level 2	Level 3	Total
Money Market Funds	\$ 16,101	\$ -	\$ -	\$ 16,101
Mutual Funds	19,791,040	-	-	19,791,040
Total Investments at Fair Value	<u>\$ 19,807,141</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 19,807,141</u>

There were no investment assets held by the Plan that were classified as Level 3 as of December 31, 2023 and 2022.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

5. Common Collective Trust Investment

The Plan holds an investment in a common collective trust fund (the “Fidelity Managed income Portfolio Class 1” or “MIP”). The investment in the MIP is considered fully-benefit responsive and is presented at contract value, which reflects the NAV of the fund. The NAV of the MIP is based on the fair value of the underlying securities which the Plan transacts within the fund less its liability. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV.

A participant’s ownership of the MIP is represented by units. Units are issued and redeemed daily at the MIP’s constant NAV of \$1.00 per unit. Although it is the policy of the MIP to use its best efforts to maintain a stable NAV of \$1.00 per unit, there is no guarantee that the MIP will be able to maintain that value. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

The MIP imposes certain restrictions on the Plan. The following employer-initiated events may limit the MIP’s ability to transact at NAV:

- The Plan’s failure to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA.
- Any communication given to Plan participants designed to influence participants to transfer assets out of the MIP or not to invest in the MIP.
- Any change in law, regulation, or administrative ruling applicable to the Plan that could have a material adverse effect on the MIP’s cash flow.
- The establishment of a defined contribution plan that competes with the Plan for employee contributions.
- Complete or partial termination of the Plan or its merger with another plan.
- Any substantive modifications of the MIP or the administration of the MIP that is not consented to by the wrap issuer.
- Any change in law, regulation, or administrative ruling applicable to a plan that could have a material adverse effect on the MIP’s cash flow.

The MIP is unlikely to maintain a stable NAV if, for any reason, it cannot obtain or maintain wrap contracts covering all of its underlying assets that are not otherwise invested in money market funds. In the event that an issuer or a wrap contract fails to perform as intended, the MIP’s NAV may decline if the market value of its assets declines. Plan management believes the occurrence of events and circumstances that would cause the MIP to transact at less than NAV is not probable.

A reconciliation of contract value to fair value for the fully-benefit responsive investment contracts held at December 31, 2023 and 2022 is as follows:

	2023	2022
Investment at Contract Value	\$ 469,643	\$ 1,690,997
CV-FV Adjustment	(26,736)	(114,151)
Investment at Fair Value	<u>\$ 442,907</u>	<u>\$ 1,576,846</u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

6. Administrative Expenses

For the plan year ended December 31, 2023, the negotiated fee agreement for recordkeeping services totaled \$16,264. The Plan's share of the negotiated revenue split from mutual fund fees totaled \$18,178 of which \$9,012 was applied to Fidelity recordkeeping fees and \$9,166 was refunded to the Plan and used to pay other plan expenses. For the plan year ended December 31, 2022, the negotiated fee agreement for recordkeeping services totaled \$19,597. The Plan's share of the negotiated revenue split from mutual fund fees totaled \$59,727 of which \$19,597 was applied to Fidelity recordkeeping fees and \$40,130 was refunded to the Plan and used to pay other plan expenses.

7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. Participants are already currently 100% vested in the company contributions portion of their accounts under the terms of the plan document.

8. Related Party and Party in Interest Transactions

The Company performs certain administrative functions for the Plan for which no fees are charged. Additionally, the Company pays directly any administrative fees not paid from Plan assets.

Certain Plan investments are shares of mutual funds and a common collective trust fund managed by Fidelity Management Trust Company (Fidelity). Fidelity is the custodian and third-party plan administrator as defined by the Plan and, therefore, these transactions qualify as party in interest transactions. The Plan entered into an agreement with Fidelity for which Fidelity would charge the Plan for recordkeeping services performed. These fees would be offset by credits for mutual fund fees paid directly to Fidelity by various mutual funds. Mutual fund fees received by Fidelity in excess of the negotiated fee arrangement for record keeping services will be refunded to the Plan and used to pay investment advisory expenses incurred by the Plan.

9. Risks and Uncertainties

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

10. Prohibited Transaction - Delinquent Remittance of Participant Deferral Contributions

During 2022 the Company failed to remit participant deferral contributions totaling \$1,416 to the Plan within the time limit required by the Department of Labor, representing a nonexempt loan of funds to the Company from the Plan. The Company corrected the delinquent remittance during 2023 by remitting the contributions to the Plan and funding the market value adjustment necessary as a result of the delay. Plan management does not believe that the resolution and correction of this matter will have a negative impact on the Plan's qualified tax status.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

11. Tax Status

The plan is a proto-type plan offered by Fidelity Management & Research Company (Fidelity). The Internal Revenue Service (IRS) has issued an advisory opinion Fidelity by letter dated June 30, 2020, indicating that the proto-type plan is designed in accordance with the applicable regulations of the Internal Revenue Code (IRC). Although the Plan has been amended since the issuance of the advisory opinion letter, the Company and the Plan administrator believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the taxing authorities. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2020.

12. Subsequent Events

On April 16, 2024, the Plan document was amended, effective May 20, 2024, to remove the 1,000 hour service requirement for participation in the Plan.

13. Reconciliation of Financial Statements to Form 5500

The Form 5500 is prepared on the cash basis of accounting and does not include accruals for contributions receivable at year end that are reflected within the financial statements. Additionally, the Form 5500 has reported investments in common collective trust arrangements at fair value while the investment is reported at contract value in the statement of net assets available for benefits.

The following is a reconciliation of the net assets available for benefits per the financial statements to the net assets available for benefits per the Form 5500 at December 31, 2023.

	2023
Net assets available for benefits per financial statements	\$ 22,230,633
2023 Accrued employer contributions	(476,942)
2023 Accrued employee contributions	(12,402)
2023 Contract value / fair value adjustment	(26,736)
Net assets available for benefits per Form 5500	<u>\$ 21,714,553</u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

The following is a reconciliation of the net assets available for benefits per the financial statements to the net assets available for benefits per the Form 5500 at December 31, 2022.

	<u>2022</u>
Net assets available for benefits per financial statements	\$ 22,070,383
2022 Accrued employer contributions	(434,347)
2022 Accrued employee contributions	(11,120)
2022 Contract value / fair value adjustment	<u>(114,151)</u>
Net assets available for benefits per Form 5500	<u><u>\$ 21,510,765</u></u>

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the net income per the Form 5500 for the year ended December 31, 2023.

	<u>2023</u>
Net increase in net assets available for benefits per financial statements	\$ 160,250
2023 Accrued employer contributions	(476,942)
2023 Accrued participant contributions	(12,402)
2023 Contract value / fair value adjustment	(26,736)
2022 Accrued employer contributions	434,347
2022 Accrued participant contributions	11,120
2022 Contract value / fair value adjustment	<u>114,151</u>
Net income per Form 5500	<u><u>\$ 203,788</u></u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4a – Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2023

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

<u>Participant Contributions Transferred Late to Plan</u>				<u>Total That Constitutes Nonexempt Prohibited Transactions</u>			<u>Total Fully Corrected Under Voluntary Fiduciary Correction Program (VFCP) and Prohibited Transaction Exemption 2002-51</u>	
Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program		
\$ 1,416	12/15/2022	1/6/2023		\$ -	\$ -	\$ -	\$ 1,416	

See independent auditors' report

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2023

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost **	(e) Current Value
Common Collective Trust Funds				
*	Fidelity	Fidelity Managed Income Portfolio CL 1 ***		\$ 442,907
Money Market Funds				
*	Fidelity	Fidelity Government Money Market		10,996
Mutual Funds				
*	Fidelity	Fidelity Contrafund K6		3,687,000
*	Fidelity	Fidelity Mid Cap Index		2,210,791
*	Fidelity	Fidelity 500 Index PR		2,111,410
	Vanguard	Vanguard Target Retirement 2030		1,988,853
	Vanguard	Vanguard Growth Index Admiral		1,923,439
	American Funds	AF Balanced R6		1,826,413
*	Fidelity	Fidelity Total Market Index		905,101
	Vanguard	Vanguard Target Retirement 2040		889,196
*	Fidelity	Fidelity US Bond Index PR		851,345
	MFS	MFS Mid Cap Value R6		644,415
	Allspring	AS Special Mid Cap Value R6		503,137
	Vanguard	Vanguard Target Retirement Income Fund		445,479
	Vanguard	Vanguard Target Retirement 2045		378,421
	Vanguard	Vanguard Target Retirement 2025		371,727
	Vanguard	Vanguard International Value		327,849
	DFA	US Target Value I		295,248
	Vanguard	Vanguard Target Retirement 2020		285,724
*	Fidelity	Fidelity Small Cap Growth		285,401
*	Fidelity	Fidelity Total Bond		219,754
	Janus Henderson	J H Enterprise N		201,885
	American Funds	AF New World R6		179,114
	Vanguard	Vanguard Equity-Income Admiral		154,466
	MFS	MFS International Growth R6		121,498
	Vanguard	Vanguard Target Retirement 2055		73,962

Schedule Continued on Next Page

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2023

Schedule Continued from Prior Page

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost **	Current Value
	Vanguard	Vanguard Target Retirement 2060		47,827
*	Fidelity	Fidelity Small Cap Index		40,903
	Vanguard	Vanguard Target Retirement 2050		29,777
	Vanguard	Vanguard Target Retirement 2035		28,194
	Goldman Sachs	Emerging Markets Equity Insights R6		21,648
	DFA	DFA Real Estate Securities I		15,837
	Delaware	Delaware Small Cap Core IS		2,683
				21,068,497
*	Participant Loans	Interest rates ranging from 4.25% - 9.50%; various maturities through 2028		192,153
				\$ 21,714,553

* Denotes a party in interest

** Cost omitted for participant directed accounts

*** Investment reported at contract value in the Statement of Net Assets and at fair value herein.

The above information was obtained from data that has been prepared and certified as complete and accurate by the Plan custodian as permitted by 29 CFR 2520.103-8, excluding participant loans.

Clement Rivers, LLP
Profit Sharing and Salary Deferred Plan

Financial Statements and Supplemental Schedules

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

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

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INDEPENDENT AUDITORS' REPORT

To The Trustees and Investment Committee of
Clement Rivers, LLP Profit Sharing & Salary Deferred Plan
Charleston, South Carolina

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

We have performed audits of the accompanying financial statements of Clement Rivers, LLP Profit Sharing & Salary Deferred Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, 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 Clement Rivers, LLP Profit Sharing & Salary Deferred 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 Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

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

Opinion

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

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



Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (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 Clement Rivers, LLP Profit Sharing & Salary Deferred Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is also responsible for maintaining a current plan instrument, including all plan amendments; administering the plan; and determining that the plan's transactions that are presented and disclosed in the financial 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 Clement Rivers, LLP Profit Sharing & Salary Deferred 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 Clement Rivers, LLP Profit Sharing & Salary Deferred Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter—Supplemental Schedules Required by ERISA

The supplemental 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used



to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

Moss & Yantis CPA

September 9, 2024
Mt. Pleasant, South Carolina

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Statements of Net Assets Available for Benefits
December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Assets		
Investments, at fair value		
Money market funds	\$ 10,996	\$ 16,101
Mutual funds	<u>21,068,497</u>	<u>19,791,040</u>
Total investments, at fair value	<u>21,079,493</u>	<u>19,807,141</u>
Investments, at contract value		
Common collective trust funds	<u>469,643</u>	<u>1,690,997</u>
Total investments, at contract value	<u>469,643</u>	<u>1,690,997</u>
Total investments	<u>21,549,136</u>	<u>21,498,138</u>
Receivables		
Employer contributions	476,942	434,347
Participant contributions	12,402	11,120
Notes receivable from participants	<u>192,153</u>	<u>126,778</u>
Total receivables	<u>681,497</u>	<u>572,245</u>
Total assets	<u>22,230,633</u>	<u>22,070,383</u>
Net assets available for benefits	<u><u>\$ 22,230,633</u></u>	<u><u>\$ 22,070,383</u></u>

See accompanying notes to the financial statements.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2023

Additions to net assets attributed to:

Contributions:

Employer	\$ 476,942
Participant	575,449

Investment income:

Net appreciation in fair value of investments	3,536,899
Interest and dividends	451,318

Interest on notes receivable from participants	6,159
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Other income	26
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Total additions to net assets	<u>5,046,793</u>
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Deductions from net assets attributed to:

Benefits paid to participants	4,842,143
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Administrative expenses, net (Note 6)	43,560
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Other disbursement	<u>840</u>
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Total deductions from net assets	<u>4,886,543</u>
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Net increase in assets available for benefits	160,250
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Net assets available for benefits, beginning of year	<u>22,070,383</u>
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Net assets available for benefits, end of year	<u><u>\$ 22,230,633</u></u>
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Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

1. Description of Plan

The following description of Clement Rivers, LLP Profit Sharing and Salary Deferred Plan, (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution pension plan covering all eligible employees of Clement Rivers, LLP (the Company) who have at least one year of service and are age twenty-one or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Board of Trustees is responsible for oversight of the Plan. The Investment Committee determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Plan's Board of Trustees.

Contributions

Each year, participants may contribute an elected amount of pretax annual compensation, as defined in the Plan. Additionally, participants may elect to make after-tax Roth contributions to the Plan. Participants who have attained age fifty before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans (rollover contributions). Participant deferral contributions are limited to sixty percent of the participant's compensation, as defined.

At their discretion, the Company may elect to make a matching contribution to the Plan based on a percentage of the participant's elective deferral. For the plan years ended December 31, 2023 and 2022, the Company elected to contribute a matching contribution equal to 75% of the participant's elective deferrals not to exceed 3% of compensation deferred into the Plan. The Company's contribution is made once a year after the end of the contribution period. Partners are not permitted to participate in the matching contributions made by the Company.

At their discretion, the Company may elect to make a profit-sharing contribution to the Plan. For the plan years ended December 31, 2023 and 2022, the Company elected to make a profit sharing contribution equal to 3% of the participants' compensation, as defined in the Plan. The Plan was not considered top-heavy for the 2023 and 2022 plan years.

A participant who makes deferral contributions during the period is only entitled to receive matching and profit-sharing contributions if the participant is employed by the Company on the last day of the contribution period. Company contributions are invested according to the investment allocation elected by the participant. Contributions are subject to certain IRS limits.

Vesting

Participants are immediately vested in their contributions, Company matching contributions and Company profit sharing contributions plus actual earnings thereon.

Investment Options

Participants direct the investment of their contributions into various investment options offered by the Plan. Participants may change their investment options as often as permitted under the investment vehicles chosen by the participant. The Plan currently offers various mutual funds, a money market account and a common collective trust fund investment contract as investment options for participants.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Participant Accounts

Each participant's account is credited with the participant's contributions and Company matching contributions, as well as allocations of the Company's profit-sharing contribution and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or fifty percent of their account balance. The loans are secured by the balance in the participant's account. The loan interest rate, determined quarterly by the Trustees, is based on the prime rate and is commensurate with local prevailing rates. Interest rates on outstanding participant loans during 2023 ranged from 4.25% to 9.50%. Principal and interest is paid ratably through bi-weekly payroll deductions for employees and through monthly deductions from members' guaranteed payments.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant may elect to receive benefits in either a lump-sum amount equal to the value of the participant's vested interest in his or her account or annual installments. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Participants may make hardship withdrawals upon written request to, and approval by, the Plan administrator. Participants may withdraw up to 100% of their elective deferrals. The minimum hardship distribution allowed is \$500.

Plan Amendments

In January 2023 the Plan was amended, effective March 2023, to exclude employees covered by a collective bargaining agreement, leased employees, and nonresident aliens from participating in the Plan. This amendment also made the following changes: Plan entry dates to the first day of each month, as opposed to the first day of each plan year and the first day of the seventh month of each plan year; the frequency Participants may change their salary reduction agreement to the first day of each month as opposed to the beginning of each payroll period; the effective date of a Participants' revocation of participation from the next entry date to the first day of the next month; and removed annuity payments as a form of distributions available in the Plan; the cashout limit was changed from \$1,000 to the dollar amount specified in Code Section 411(a)(11)A) (\$5,000 for the year ended December 31, 2023), this provision was further modified under this amendment to specify that distributions greater than \$1,000 that are made without the participant's consent before the participant's normal retirement age will be rolled over to an individual retirement plan designated by the plan administrator.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Use of Estimates

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisers, custodians and insurance company. See Note 4 for a discussion of fair value measurements.

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

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. 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 and 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.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

Subsequent Events

The Plan has evaluated subsequent events through September 9, 2024, the date the financial statements were available to be issued.

New Accounting Pronouncements

On December 29, 2022, the SECURE 2.0 Act of 2022 was signed into law. This act contains provisions that go into effect at various times starting in the 2023 year and ending in 2033. The deadline for adopting any required plan amendments pursuant to the SECURE 2.0 Act is December 31, 2026; however, plans must be operated in accordance with the effective date of each new provision. Management has reviewed the provisions effective for the 2023 year and continues to monitor and adjust operations in accordance with provisions as they become effective. As of December 31, 2023, no formal

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Plan amendments have been made to adopt SECURE 2.0 Act provisions. Management has determined that the Plan was in compliance with all applicable provisions for the year ended December 31, 2023.

3. Unaudited Investment Information Certified by Custodian

The accompanying financial statements and supplemental schedules include the following unaudited information as of December 31, 2023 and 2022 and for the year ended December 31, 2023 that was obtained from data prepared and certified to be complete and accurate by Fidelity Management Trust Company, the custodian:

	2023	2022
Investments, at fair value, as determined by quoted market prices	\$ 21,079,493	\$ 19,807,141
Investments, at contract value (See Note 5)	\$ 469,643	\$ 1,690,997
Net appreciation in investments	\$ 3,536,899	
Interest and dividends	\$ 451,318	

Supplemental Schedule H; Line 4i - Schedule of Assets (Held at End of Year) included on pages 17 - 18; all items and amounts excluding participant loans

4. Fair Value Measurements

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

Basis of Fair Value Measurement

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

Level 2 Inputs to the valuation methodology include

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

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

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

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

The asset 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. The Plan's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

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

Money Market funds: Valued at \$1 per share.

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the 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.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's fair value measurement at December 31, 2023 and 2022:

Description	Assets at Fair Value as of December 31, 2023			
	Level 1	Level 2	Level 3	Total
Money Market Funds	\$ 10,996	\$ -	\$ -	\$ 10,996
Mutual Funds	21,068,497	-	-	21,068,497
Total Investments at Fair Value	<u>\$ 21,079,493</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 21,079,493</u>

Description	Assets at Fair Value as of December 31, 2022			
	Level 1	Level 2	Level 3	Total
Money Market Funds	\$ 16,101	\$ -	\$ -	\$ 16,101
Mutual Funds	19,791,040	-	-	19,791,040
Total Investments at Fair Value	<u>\$ 19,807,141</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 19,807,141</u>

There were no investment assets held by the Plan that were classified as Level 3 as of December 31, 2023 and 2022.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

5. Common Collective Trust Investment

The Plan holds an investment in a common collective trust fund (the “Fidelity Managed income Portfolio Class 1” or “MIP”). The investment in the MIP is considered fully-benefit responsive and is presented at contract value, which reflects the NAV of the fund. The NAV of the MIP is based on the fair value of the underlying securities which the Plan transacts within the fund less its liability. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV.

A participant’s ownership of the MIP is represented by units. Units are issued and redeemed daily at the MIP’s constant NAV of \$1.00 per unit. Although it is the policy of the MIP to use its best efforts to maintain a stable NAV of \$1.00 per unit, there is no guarantee that the MIP will be able to maintain that value. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

The MIP imposes certain restrictions on the Plan. The following employer-initiated events may limit the MIP’s ability to transact at NAV:

- The Plan’s failure to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA.
- Any communication given to Plan participants designed to influence participants to transfer assets out of the MIP or not to invest in the MIP.
- Any change in law, regulation, or administrative ruling applicable to the Plan that could have a material adverse effect on the MIP’s cash flow.
- The establishment of a defined contribution plan that competes with the Plan for employee contributions.
- Complete or partial termination of the Plan or its merger with another plan.
- Any substantive modifications of the MIP or the administration of the MIP that is not consented to by the wrap issuer.
- Any change in law, regulation, or administrative ruling applicable to a plan that could have a material adverse effect on the MIP’s cash flow.

The MIP is unlikely to maintain a stable NAV if, for any reason, it cannot obtain or maintain wrap contracts covering all of its underlying assets that are not otherwise invested in money market funds. In the event that an issuer or a wrap contract fails to perform as intended, the MIP’s NAV may decline if the market value of its assets declines. Plan management believes the occurrence of events and circumstances that would cause the MIP to transact at less than NAV is not probable.

A reconciliation of contract value to fair value for the fully-benefit responsive investment contracts held at December 31, 2023 and 2022 is as follows:

	2023	2022
Investment at Contract Value	\$ 469,643	\$ 1,690,997
CV-FV Adjustment	(26,736)	(114,151)
Investment at Fair Value	<u>\$ 442,907</u>	<u>\$ 1,576,846</u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

6. Administrative Expenses

For the plan year ended December 31, 2023, the negotiated fee agreement for recordkeeping services totaled \$16,264. The Plan's share of the negotiated revenue split from mutual fund fees totaled \$18,178 of which \$9,012 was applied to Fidelity recordkeeping fees and \$9,166 was refunded to the Plan and used to pay other plan expenses. For the plan year ended December 31, 2022, the negotiated fee agreement for recordkeeping services totaled \$19,597. The Plan's share of the negotiated revenue split from mutual fund fees totaled \$59,727 of which \$19,597 was applied to Fidelity recordkeeping fees and \$40,130 was refunded to the Plan and used to pay other plan expenses.

7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. Participants are already currently 100% vested in the company contributions portion of their accounts under the terms of the plan document.

8. Related Party and Party in Interest Transactions

The Company performs certain administrative functions for the Plan for which no fees are charged. Additionally, the Company pays directly any administrative fees not paid from Plan assets.

Certain Plan investments are shares of mutual funds and a common collective trust fund managed by Fidelity Management Trust Company (Fidelity). Fidelity is the custodian and third-party plan administrator as defined by the Plan and, therefore, these transactions qualify as party in interest transactions. The Plan entered into an agreement with Fidelity for which Fidelity would charge the Plan for recordkeeping services performed. These fees would be offset by credits for mutual fund fees paid directly to Fidelity by various mutual funds. Mutual fund fees received by Fidelity in excess of the negotiated fee arrangement for record keeping services will be refunded to the Plan and used to pay investment advisory expenses incurred by the Plan.

9. Risks and Uncertainties

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

10. Prohibited Transaction - Delinquent Remittance of Participant Deferral Contributions

During 2022 the Company failed to remit participant deferral contributions totaling \$1,416 to the Plan within the time limit required by the Department of Labor, representing a nonexempt loan of funds to the Company from the Plan. The Company corrected the delinquent remittance during 2023 by remitting the contributions to the Plan and funding the market value adjustment necessary as a result of the delay. Plan management does not believe that the resolution and correction of this matter will have a negative impact on the Plan's qualified tax status.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

11. Tax Status

The plan is a proto-type plan offered by Fidelity Management & Research Company (Fidelity). The Internal Revenue Service (IRS) has issued an advisory opinion Fidelity by letter dated June 30, 2020, indicating that the proto-type plan is designed in accordance with the applicable regulations of the Internal Revenue Code (IRC). Although the Plan has been amended since the issuance of the advisory opinion letter, the Company and the Plan administrator believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the taxing authorities. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2020.

12. Subsequent Events

On April 16, 2024, the Plan document was amended, effective May 20, 2024, to remove the 1,000 hour service requirement for participation in the Plan.

13. Reconciliation of Financial Statements to Form 5500

The Form 5500 is prepared on the cash basis of accounting and does not include accruals for contributions receivable at year end that are reflected within the financial statements. Additionally, the Form 5500 has reported investments in common collective trust arrangements at fair value while the investment is reported at contract value in the statement of net assets available for benefits.

The following is a reconciliation of the net assets available for benefits per the financial statements to the net assets available for benefits per the Form 5500 at December 31, 2023.

	2023
Net assets available for benefits per financial statements	\$ 22,230,633
2023 Accrued employer contributions	(476,942)
2023 Accrued employee contributions	(12,402)
2023 Contract value / fair value adjustment	(26,736)
Net assets available for benefits per Form 5500	<u>\$ 21,714,553</u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

The following is a reconciliation of the net assets available for benefits per the financial statements to the net assets available for benefits per the Form 5500 at December 31, 2022.

	2022
Net assets available for benefits per financial statements	\$ 22,070,383
2022 Accrued employer contributions	(434,347)
2022 Accrued employee contributions	(11,120)
2022 Contract value / fair value adjustment	(114,151)
Net assets available for benefits per Form 5500	<u>\$ 21,510,765</u>

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the net income per the Form 5500 for the year ended December 31, 2023.

	2023
Net increase in net assets available for benefits per financial statements	\$ 160,250
2023 Accrued employer contributions	(476,942)
2023 Accrued participant contributions	(12,402)
2023 Contract value / fair value adjustment	(26,736)
2022 Accrued employer contributions	434,347
2022 Accrued participant contributions	11,120
2022 Contract value / fair value adjustment	114,151
Net income per Form 5500	<u>\$ 203,788</u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4a – Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2023

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

<u>Participant Contributions Transferred Late to Plan</u>				<u>Total That Constitutes Nonexempt Prohibited Transactions</u>			<u>Total Fully Corrected Under Voluntary Fiduciary Correction Program (VFCP) and Prohibited Transaction Exemption 2002-51</u>	
Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program		
\$ 1,416	12/15/2022	1/6/2023		\$ -	\$ -	\$ -	\$ 1,416	

See independent auditors' report

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2023

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost **	(e) Current Value
	Common Collective Trust Funds			
*	Fidelity	Fidelity Managed Income Portfolio CL 1 ***		\$ 442,907
	Money Market Funds			
*	Fidelity	Fidelity Government Money Market		10,996
	Mutual Funds			
*	Fidelity	Fidelity Contrafund K6		3,687,000
*	Fidelity	Fidelity Mid Cap Index		2,210,791
*	Fidelity	Fidelity 500 Index PR		2,111,410
	Vanguard	Vanguard Target Retirement 2030		1,988,853
	Vanguard	Vanguard Growth Index Admiral		1,923,439
	American Funds	AF Balanced R6		1,826,413
*	Fidelity	Fidelity Total Market Index		905,101
	Vanguard	Vanguard Target Retirement 2040		889,196
*	Fidelity	Fidelity US Bond Index PR		851,345
	MFS	MFS Mid Cap Value R6		644,415
	Allspring	AS Special Mid Cap Value R6		503,137
	Vanguard	Vanguard Target Retirement Income Fund		445,479
	Vanguard	Vanguard Target Retirement 2045		378,421
	Vanguard	Vanguard Target Retirement 2025		371,727
	Vanguard	Vanguard International Value		327,849
	DFA	US Target Value I		295,248
	Vanguard	Vanguard Target Retirement 2020		285,724
*	Fidelity	Fidelity Small Cap Growth		285,401
*	Fidelity	Fidelity Total Bond		219,754
	Janus Henderson	J H Enterprise N		201,885
	American Funds	AF New World R6		179,114
	Vanguard	Vanguard Equity-Income Admiral		154,466
	MFS	MFS International Growth R6		121,498
	Vanguard	Vanguard Target Retirement 2055		73,962

Schedule Continued on Next Page

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2023

Schedule Continued from Prior Page

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost **	Current Value
	Vanguard	Vanguard Target Retirement 2060		47,827
*	Fidelity	Fidelity Small Cap Index		40,903
	Vanguard	Vanguard Target Retirement 2050		29,777
	Vanguard	Vanguard Target Retirement 2035		28,194
	Goldman Sachs	Emerging Markets Equity Insights R6		21,648
	DFA	DFA Real Estate Securities I		15,837
	Delaware	Delaware Small Cap Core IS		2,683
				21,068,497
*	Participant Loans	Interest rates ranging from 4.25% - 9.50%; various maturities through 2028		192,153
				\$ 21,714,553

* Denotes a party in interest

** Cost omitted for participant directed accounts

*** Investment reported at contract value in the Statement of Net Assets and at fair value herein.

The above information was obtained from data that has been prepared and certified as complete and accurate by the Plan custodian as permitted by 29 CFR 2520.103-8, excluding participant loans.

Clement Rivers, LLP
Profit Sharing and Salary Deferred Plan

Financial Statements and Supplemental Schedules

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

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

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INDEPENDENT AUDITORS' REPORT

To The Trustees and Investment Committee of
Clement Rivers, LLP Profit Sharing & Salary Deferred Plan
Charleston, South Carolina

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

We have performed audits of the accompanying financial statements of Clement Rivers, LLP Profit Sharing & Salary Deferred Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, 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 Clement Rivers, LLP Profit Sharing & Salary Deferred 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 Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

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

Opinion

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

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



Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (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 Clement Rivers, LLP Profit Sharing & Salary Deferred Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is also responsible for maintaining a current plan instrument, including all plan amendments; administering the plan; and determining that the plan's transactions that are presented and disclosed in the financial 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 Clement Rivers, LLP Profit Sharing & Salary Deferred 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 Clement Rivers, LLP Profit Sharing & Salary Deferred Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter—Supplemental Schedules Required by ERISA

The supplemental 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used



to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

Moss & Yantis CPA

September 9, 2024
Mt. Pleasant, South Carolina

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Statements of Net Assets Available for Benefits
December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Assets		
Investments, at fair value		
Money market funds	\$ 10,996	\$ 16,101
Mutual funds	<u>21,068,497</u>	<u>19,791,040</u>
Total investments, at fair value	<u>21,079,493</u>	<u>19,807,141</u>
Investments, at contract value		
Common collective trust funds	<u>469,643</u>	<u>1,690,997</u>
Total investments, at contract value	<u>469,643</u>	<u>1,690,997</u>
Total investments	<u>21,549,136</u>	<u>21,498,138</u>
Receivables		
Employer contributions	476,942	434,347
Participant contributions	12,402	11,120
Notes receivable from participants	<u>192,153</u>	<u>126,778</u>
Total receivables	<u>681,497</u>	<u>572,245</u>
Total assets	<u>22,230,633</u>	<u>22,070,383</u>
Net assets available for benefits	<u><u>\$ 22,230,633</u></u>	<u><u>\$ 22,070,383</u></u>

See accompanying notes to the financial statements.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2023

Additions to net assets attributed to:

Contributions:

Employer	\$ 476,942
Participant	575,449

Investment income:

Net appreciation in fair value of investments	3,536,899
Interest and dividends	451,318

Interest on notes receivable from participants	6,159
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Other income	26
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Total additions to net assets	<u>5,046,793</u>
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Deductions from net assets attributed to:

Benefits paid to participants	4,842,143
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Administrative expenses, net (Note 6)	43,560
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Other disbursement	<u>840</u>
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Total deductions from net assets	<u>4,886,543</u>
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Net increase in assets available for benefits	160,250
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Net assets available for benefits, beginning of year	<u>22,070,383</u>
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Net assets available for benefits, end of year	<u><u>\$ 22,230,633</u></u>
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Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

1. Description of Plan

The following description of Clement Rivers, LLP Profit Sharing and Salary Deferred Plan, (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution pension plan covering all eligible employees of Clement Rivers, LLP (the Company) who have at least one year of service and are age twenty-one or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Board of Trustees is responsible for oversight of the Plan. The Investment Committee determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Plan's Board of Trustees.

Contributions

Each year, participants may contribute an elected amount of pretax annual compensation, as defined in the Plan. Additionally, participants may elect to make after-tax Roth contributions to the Plan. Participants who have attained age fifty before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans (rollover contributions). Participant deferral contributions are limited to sixty percent of the participant's compensation, as defined.

At their discretion, the Company may elect to make a matching contribution to the Plan based on a percentage of the participant's elective deferral. For the plan years ended December 31, 2023 and 2022, the Company elected to contribute a matching contribution equal to 75% of the participant's elective deferrals not to exceed 3% of compensation deferred into the Plan. The Company's contribution is made once a year after the end of the contribution period. Partners are not permitted to participate in the matching contributions made by the Company.

At their discretion, the Company may elect to make a profit-sharing contribution to the Plan. For the plan years ended December 31, 2023 and 2022, the Company elected to make a profit sharing contribution equal to 3% of the participants' compensation, as defined in the Plan. The Plan was not considered top-heavy for the 2023 and 2022 plan years.

A participant who makes deferral contributions during the period is only entitled to receive matching and profit-sharing contributions if the participant is employed by the Company on the last day of the contribution period. Company contributions are invested according to the investment allocation elected by the participant. Contributions are subject to certain IRS limits.

Vesting

Participants are immediately vested in their contributions, Company matching contributions and Company profit sharing contributions plus actual earnings thereon.

Investment Options

Participants direct the investment of their contributions into various investment options offered by the Plan. Participants may change their investment options as often as permitted under the investment vehicles chosen by the participant. The Plan currently offers various mutual funds, a money market account and a common collective trust fund investment contract as investment options for participants.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Participant Accounts

Each participant's account is credited with the participant's contributions and Company matching contributions, as well as allocations of the Company's profit-sharing contribution and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or fifty percent of their account balance. The loans are secured by the balance in the participant's account. The loan interest rate, determined quarterly by the Trustees, is based on the prime rate and is commensurate with local prevailing rates. Interest rates on outstanding participant loans during 2023 ranged from 4.25% to 9.50%. Principal and interest is paid ratably through bi-weekly payroll deductions for employees and through monthly deductions from members' guaranteed payments.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant may elect to receive benefits in either a lump-sum amount equal to the value of the participant's vested interest in his or her account or annual installments. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Participants may make hardship withdrawals upon written request to, and approval by, the Plan administrator. Participants may withdraw up to 100% of their elective deferrals. The minimum hardship distribution allowed is \$500.

Plan Amendments

In January 2023 the Plan was amended, effective March 2023, to exclude employees covered by a collective bargaining agreement, leased employees, and nonresident aliens from participating in the Plan. This amendment also made the following changes: Plan entry dates to the first day of each month, as opposed to the first day of each plan year and the first day of the seventh month of each plan year; the frequency Participants may change their salary reduction agreement to the first day of each month as opposed to the beginning of each payroll period; the effective date of a Participants' revocation of participation from the next entry date to the first day of the next month; and removed annuity payments as a form of distributions available in the Plan; the cashout limit was changed from \$1,000 to the dollar amount specified in Code Section 411(a)(11)A) (\$5,000 for the year ended December 31, 2023), this provision was further modified under this amendment to specify that distributions greater than \$1,000 that are made without the participant's consent before the participant's normal retirement age will be rolled over to an individual retirement plan designated by the plan administrator.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Use of Estimates

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisers, custodians and insurance company. See Note 4 for a discussion of fair value measurements.

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

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. 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 and 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.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

Subsequent Events

The Plan has evaluated subsequent events through September 9, 2024, the date the financial statements were available to be issued.

New Accounting Pronouncements

On December 29, 2022, the SECURE 2.0 Act of 2022 was signed into law. This act contains provisions that go into effect at various times starting in the 2023 year and ending in 2033. The deadline for adopting any required plan amendments pursuant to the SECURE 2.0 Act is December 31, 2026; however, plans must be operated in accordance with the effective date of each new provision. Management has reviewed the provisions effective for the 2023 year and continues to monitor and adjust operations in accordance with provisions as they become effective. As of December 31, 2023, no formal

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

Plan amendments have been made to adopt SECURE 2.0 Act provisions. Management has determined that the Plan was in compliance with all applicable provisions for the year ended December 31, 2023.

3. Unaudited Investment Information Certified by Custodian

The accompanying financial statements and supplemental schedules include the following unaudited information as of December 31, 2023 and 2022 and for the year ended December 31, 2023 that was obtained from data prepared and certified to be complete and accurate by Fidelity Management Trust Company, the custodian:

	2023	2022
Investments, at fair value, as determined by quoted market prices	\$ 21,079,493	\$ 19,807,141
Investments, at contract value (See Note 5)	\$ 469,643	\$ 1,690,997
Net appreciation in investments	\$ 3,536,899	
Interest and dividends	\$ 451,318	

Supplemental Schedule H; Line 4i - Schedule of Assets (Held at End of Year) included on pages 17 - 18; all items and amounts excluding participant loans

4. Fair Value Measurements

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

Basis of Fair Value Measurement

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

Level 2 Inputs to the valuation methodology include

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

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

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

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

The asset 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. The Plan's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

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

Money Market funds: Valued at \$1 per share.

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the 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.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's fair value measurement at December 31, 2023 and 2022:

Description	Assets at Fair Value as of December 31, 2023			
	Level 1	Level 2	Level 3	Total
Money Market Funds	\$ 10,996	\$ -	\$ -	\$ 10,996
Mutual Funds	21,068,497	-	-	21,068,497
Total Investments at Fair Value	<u>\$ 21,079,493</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 21,079,493</u>

Description	Assets at Fair Value as of December 31, 2022			
	Level 1	Level 2	Level 3	Total
Money Market Funds	\$ 16,101	\$ -	\$ -	\$ 16,101
Mutual Funds	19,791,040	-	-	19,791,040
Total Investments at Fair Value	<u>\$ 19,807,141</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 19,807,141</u>

There were no investment assets held by the Plan that were classified as Level 3 as of December 31, 2023 and 2022.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

5. Common Collective Trust Investment

The Plan holds an investment in a common collective trust fund (the “Fidelity Managed income Portfolio Class 1” or “MIP”). The investment in the MIP is considered fully-benefit responsive and is presented at contract value, which reflects the NAV of the fund. The NAV of the MIP is based on the fair value of the underlying securities which the Plan transacts within the fund less its liability. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV.

A participant’s ownership of the MIP is represented by units. Units are issued and redeemed daily at the MIP’s constant NAV of \$1.00 per unit. Although it is the policy of the MIP to use its best efforts to maintain a stable NAV of \$1.00 per unit, there is no guarantee that the MIP will be able to maintain that value. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

The MIP imposes certain restrictions on the Plan. The following employer-initiated events may limit the MIP’s ability to transact at NAV:

- The Plan’s failure to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA.
- Any communication given to Plan participants designed to influence participants to transfer assets out of the MIP or not to invest in the MIP.
- Any change in law, regulation, or administrative ruling applicable to the Plan that could have a material adverse effect on the MIP’s cash flow.
- The establishment of a defined contribution plan that competes with the Plan for employee contributions.
- Complete or partial termination of the Plan or its merger with another plan.
- Any substantive modifications of the MIP or the administration of the MIP that is not consented to by the wrap issuer.
- Any change in law, regulation, or administrative ruling applicable to a plan that could have a material adverse effect on the MIP’s cash flow.

The MIP is unlikely to maintain a stable NAV if, for any reason, it cannot obtain or maintain wrap contracts covering all of its underlying assets that are not otherwise invested in money market funds. In the event that an issuer or a wrap contract fails to perform as intended, the MIP’s NAV may decline if the market value of its assets declines. Plan management believes the occurrence of events and circumstances that would cause the MIP to transact at less than NAV is not probable.

A reconciliation of contract value to fair value for the fully-benefit responsive investment contracts held at December 31, 2023 and 2022 is as follows:

	2023	2022
Investment at Contract Value	\$ 469,643	\$ 1,690,997
CV-FV Adjustment	(26,736)	(114,151)
Investment at Fair Value	<u>\$ 442,907</u>	<u>\$ 1,576,846</u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

6. Administrative Expenses

For the plan year ended December 31, 2023, the negotiated fee agreement for recordkeeping services totaled \$16,264. The Plan's share of the negotiated revenue split from mutual fund fees totaled \$18,178 of which \$9,012 was applied to Fidelity recordkeeping fees and \$9,166 was refunded to the Plan and used to pay other plan expenses. For the plan year ended December 31, 2022, the negotiated fee agreement for recordkeeping services totaled \$19,597. The Plan's share of the negotiated revenue split from mutual fund fees totaled \$59,727 of which \$19,597 was applied to Fidelity recordkeeping fees and \$40,130 was refunded to the Plan and used to pay other plan expenses.

7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. Participants are already currently 100% vested in the company contributions portion of their accounts under the terms of the plan document.

8. Related Party and Party in Interest Transactions

The Company performs certain administrative functions for the Plan for which no fees are charged. Additionally, the Company pays directly any administrative fees not paid from Plan assets.

Certain Plan investments are shares of mutual funds and a common collective trust fund managed by Fidelity Management Trust Company (Fidelity). Fidelity is the custodian and third-party plan administrator as defined by the Plan and, therefore, these transactions qualify as party in interest transactions. The Plan entered into an agreement with Fidelity for which Fidelity would charge the Plan for recordkeeping services performed. These fees would be offset by credits for mutual fund fees paid directly to Fidelity by various mutual funds. Mutual fund fees received by Fidelity in excess of the negotiated fee arrangement for record keeping services will be refunded to the Plan and used to pay investment advisory expenses incurred by the Plan.

9. Risks and Uncertainties

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

10. Prohibited Transaction - Delinquent Remittance of Participant Deferral Contributions

During 2022 the Company failed to remit participant deferral contributions totaling \$1,416 to the Plan within the time limit required by the Department of Labor, representing a nonexempt loan of funds to the Company from the Plan. The Company corrected the delinquent remittance during 2023 by remitting the contributions to the Plan and funding the market value adjustment necessary as a result of the delay. Plan management does not believe that the resolution and correction of this matter will have a negative impact on the Plan's qualified tax status.

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

11. Tax Status

The plan is a proto-type plan offered by Fidelity Management & Research Company (Fidelity). The Internal Revenue Service (IRS) has issued an advisory opinion Fidelity by letter dated June 30, 2020, indicating that the proto-type plan is designed in accordance with the applicable regulations of the Internal Revenue Code (IRC). Although the Plan has been amended since the issuance of the advisory opinion letter, the Company and the Plan administrator believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the taxing authorities. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2020.

12. Subsequent Events

On April 16, 2024, the Plan document was amended, effective May 20, 2024, to remove the 1,000 hour service requirement for participation in the Plan.

13. Reconciliation of Financial Statements to Form 5500

The Form 5500 is prepared on the cash basis of accounting and does not include accruals for contributions receivable at year end that are reflected within the financial statements. Additionally, the Form 5500 has reported investments in common collective trust arrangements at fair value while the investment is reported at contract value in the statement of net assets available for benefits.

The following is a reconciliation of the net assets available for benefits per the financial statements to the net assets available for benefits per the Form 5500 at December 31, 2023.

	2023
Net assets available for benefits per financial statements	\$ 22,230,633
2023 Accrued employer contributions	(476,942)
2023 Accrued employee contributions	(12,402)
2023 Contract value / fair value adjustment	(26,736)
Net assets available for benefits per Form 5500	<u>\$ 21,714,553</u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan

Notes to Financial Statements

The following is a reconciliation of the net assets available for benefits per the financial statements to the net assets available for benefits per the Form 5500 at December 31, 2022.

	<u>2022</u>
Net assets available for benefits per financial statements	\$ 22,070,383
2022 Accrued employer contributions	(434,347)
2022 Accrued employee contributions	(11,120)
2022 Contract value / fair value adjustment	<u>(114,151)</u>
Net assets available for benefits per Form 5500	<u><u>\$ 21,510,765</u></u>

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the net income per the Form 5500 for the year ended December 31, 2023.

	<u>2023</u>
Net increase in net assets available for benefits per financial statements	\$ 160,250
2023 Accrued employer contributions	(476,942)
2023 Accrued participant contributions	(12,402)
2023 Contract value / fair value adjustment	(26,736)
2022 Accrued employer contributions	434,347
2022 Accrued participant contributions	11,120
2022 Contract value / fair value adjustment	<u>114,151</u>
Net income per Form 5500	<u><u>\$ 203,788</u></u>

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4a – Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2023

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

<u>Participant Contributions Transferred Late to Plan</u>				<u>Total That Constitutes Nonexempt Prohibited Transactions</u>			<u>Total Fully Corrected Under Voluntary Fiduciary Correction Program (VFCP) and Prohibited Transaction Exemption 2002-51</u>	
Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program		
\$ 1,416	12/15/2022	1/6/2023		\$ -	\$ -	\$ -	\$ 1,416	

See independent auditors' report

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2023

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost **	(e) Current Value
	Common Collective Trust Funds			
*	Fidelity	Fidelity Managed Income Portfolio CL 1 ***		\$ 442,907
	Money Market Funds			
*	Fidelity	Fidelity Government Money Market		10,996
	Mutual Funds			
*	Fidelity	Fidelity Contrafund K6		3,687,000
*	Fidelity	Fidelity Mid Cap Index		2,210,791
*	Fidelity	Fidelity 500 Index PR		2,111,410
	Vanguard	Vanguard Target Retirement 2030		1,988,853
	Vanguard	Vanguard Growth Index Admiral		1,923,439
	American Funds	AF Balanced R6		1,826,413
*	Fidelity	Fidelity Total Market Index		905,101
	Vanguard	Vanguard Target Retirement 2040		889,196
*	Fidelity	Fidelity US Bond Index PR		851,345
	MFS	MFS Mid Cap Value R6		644,415
	Allspring	AS Special Mid Cap Value R6		503,137
	Vanguard	Vanguard Target Retirement Income Fund		445,479
	Vanguard	Vanguard Target Retirement 2045		378,421
	Vanguard	Vanguard Target Retirement 2025		371,727
	Vanguard	Vanguard International Value		327,849
	DFA	US Target Value I		295,248
	Vanguard	Vanguard Target Retirement 2020		285,724
*	Fidelity	Fidelity Small Cap Growth		285,401
*	Fidelity	Fidelity Total Bond		219,754
	Janus Henderson	J H Enterprise N		201,885
	American Funds	AF New World R6		179,114
	Vanguard	Vanguard Equity-Income Admiral		154,466
	MFS	MFS International Growth R6		121,498
	Vanguard	Vanguard Target Retirement 2055		73,962

Schedule Continued on Next Page

Clement Rivers, LLP Profit Sharing and Salary Deferred Plan
Schedule H; Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2023

Schedule Continued from Prior Page

Plan Number: 002

Plan Sponsor's EIN: 57-0471590

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost **	Current Value
	Vanguard	Vanguard Target Retirement 2060		47,827
*	Fidelity	Fidelity Small Cap Index		40,903
	Vanguard	Vanguard Target Retirement 2050		29,777
	Vanguard	Vanguard Target Retirement 2035		28,194
	Goldman Sachs	Emerging Markets Equity Insights R6		21,648
	DFA	DFA Real Estate Securities I		15,837
	Delaware	Delaware Small Cap Core IS		2,683
				21,068,497
*	Participant Loans	Interest rates ranging from 4.25% - 9.50%; various maturities through 2028		192,153
				\$ 21,714,553

* Denotes a party in interest

** Cost omitted for participant directed accounts

*** Investment reported at contract value in the Statement of Net Assets and at fair value herein.

The above information was obtained from data that has been prepared and certified as complete and accurate by the Plan custodian as permitted by 29 CFR 2520.103-8, excluding participant loans.