

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

Part II	Basic Plan Information—enter all requested information
1a	Name of plan VIE DE FRANCE YAMAZAKI, INC. 401(K) PROFIT SHARING PLAN & TRUST
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 06/27/1991
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) VIE DE FRANCE YAMAZAKI INC 150 LINDEN OAKS SUITE A ROCHESTER, NY 14625
2b	Employer Identification Number (EIN) 54-1584122
2c	Plan Sponsor's telephone number 703-442-9205
2d	Business code (see instructions) 311800

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.	10/14/2024	ERISA FIDUCIARY SERVICES, INC
	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 ERISA FIDUCIARY SERVICES, INC. 1373 VETERANS HIGHWAY SUITE 10 HAUPPAUGE, NY 11788	3b Administrator's EIN 47-1637791 3c Administrator's telephone number 631-249-0500
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	5 768
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) 598 6a(2) 695 6b 0 6c 149 6d 844 6e 0 6f 844 6g(1) 526 6g(2) 626 6h 39
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2A 2E 2F 2G 2J 2K 2T 3D 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary (4) ☐ DCG (Individual Plan Information) – Number Attached _____ (5) ☐ MEP (Multiple-Employer Retirement Plan Information)	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) – Number Attached <u>0</u> (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 VIE DE FRANCE YAMAZAKI, INC. 401(K) PROFIT SHARING PLAN & TRUST	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 VIE DE FRANCE YAMAZAKI INC	D Employer Identification Number (EIN) 54-1584122	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. ☒ Yes ☐ No
- b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
PAYCHEX SECURITIES CORPORATION	225 KENNETH DRIVE ROCHESTER, NY 14623
16-1486352	

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

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

ERISA FIDUCIARY SERVICES, INC.

1373 VETERANS HIGHWAY
SUITE 10
HAUPPAUGE, NY 11788

47-1637791

(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?
13 15 26	CONTRACT ADMINISTRATOR	25330	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

PAYCHEX, INC.

911 PANORAMA TRAIL S
ROCHESTER, NY 14625

16-1124166

(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?
13 15 26	RECORDKEEPER	29206	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

UBS FINANCIAL SERVICES, INC.RPCS

315 DEADERICK STREET, 5TH FLOOR
NASHVILLE, TN 37238

13-2638166

(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?
13 15 26	ADVISOR	26808	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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 VIE DE FRANCE YAMAZAKI, INC. 401(K) PROFIT SHARING PLAN & TRUST	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 VIE DE FRANCE YAMAZAKI INC		
		D Employer Identification Number (EIN) 54-1584122

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	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)	48839	237018
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	819170	686575
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	18520559	19656176
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	19388568	20579769
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	19388568	20579769

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)	324032	
(B) Participants	2a(1)(B)	1420770	
(C) Others (including rollovers)	2a(1)(C)	68893	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1813695
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	4283	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	39643	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		43926
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	451067	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		451067
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		2304734
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		4613422

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3338291	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		3338291
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees.....	2i(2)	54051	
(3) Recordkeeping fees.....	2i(3)	0	
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	29019	
(6) Bank or trust company trustee/custodial fees	2i(6)	860	
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	0	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		83930
j Total expenses. Add all expense amounts in column (b) and enter total	2j		3422221

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		1191201
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **BONADIO & CO., LLP**

(2) EIN: **16-1131146**

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) ☐ This form is filed for a CCT, PSA, DCG or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		☒	

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

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

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

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

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

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

A Name of plan VIE DE FRANCE YAMAZAKI, INC. 401(K) PROFIT SHARING PLAN & TRUST	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 VIE DE FRANCE YAMAZAKI INC	D Employer Identification Number (EIN) 54-1584122

Part I	Distributions
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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): 16-1470238 27-3169253	
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
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase ☐ Decrease ☐ Both ☐ No
---	--

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2023
v. 230707

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for: a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment) b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment) c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14a 14b 14c	
15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
a The corresponding number for the plan year immediately preceding the current plan year	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>08 / 31 / 2020</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q704150A</u> .	

**VIE DE FRANCE YAMAZAKI, INC.
401(K) PROFIT SHARING PLAN AND TRUST**

**Financial Statements
as of December 31, 2023 and 2022
Together with
Independent Auditor's Report**

INDEPENDENT AUDITOR'S REPORT

October 9, 2024

To the Plan Administrator of
Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust:

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

We have performed audits of the financial statements of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits (modified cash basis) as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits (modified cash basis) for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust'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 qualified institutions as of and for the years ended December 31, 2023 and 2022, 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 the modified cash basis of accounting described in Note 2.

7557 Rambler Road,
Suite 600
Dallas, TX 75231
p (214) 346-0750
f (214) 346-0784

www.bonadio.com

(Continued)

INDEPENDENT AUDITOR'S REPORT

(Continued)

Opinion (Continued)

- 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 the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust 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.

Basis of Accounting

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements and supplemental schedule are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to that matter.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust'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.

(Continued)

INDEPENDENT AUDITOR'S REPORT

(Continued)

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust'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 the modified cash basis of accounting.

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 the modified cash basis of accounting.

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 audits.

(Continued)

INDEPENDENT AUDITOR'S REPORT

(Continued)

Other Matter—Supplemental Schedule Required by ERISA

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

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

In our opinion:

- the form and content of the supplemental schedule (modified cash basis), other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedule (modified cash basis) 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).

VIE DE FRANCE YAMAZAKI, INC. 401K PROFIT SHARING PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS (MODIFIED CASH BASIS) DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
INVESTMENTS, at fair value:		
Money market fund	\$ 237,018	\$ 48,841
Mutual funds	19,656,176	17,566,535
Guaranteed annuity contract	<u>-</u>	<u>954,026</u>
Total investments	<u>19,893,194</u>	<u>18,569,402</u>
NOTES RECEIVABLE FROM PARTICIPANTS	<u>686,575</u>	<u>827,097</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 20,579,769</u>	<u>\$ 19,396,499</u>

The accompanying notes are an integral part of these statements.

VIE DE FRANCE YAMAZAKI, INC. 401K PROFIT SHARING PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS (MODIFIED CASH BASIS) FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS:		
Investment income (loss) -		
Net appreciation (depreciation) in fair value of investments	\$ 2,296,803	\$ (5,400,018)
Interest and dividends	<u>455,350</u>	<u>449,374</u>
Total investment income (loss)	<u>2,752,153</u>	<u>(4,950,644)</u>
Interest on notes receivable from participants	<u>39,643</u>	<u>29,778</u>
Contributions -		
Participant	1,420,770	1,211,176
Employer	324,032	259,459
Rollovers	<u>68,893</u>	<u>-</u>
Total contributions	<u>1,813,695</u>	<u>1,470,635</u>
Total additions	<u>4,605,491</u>	<u>(3,450,231)</u>
DEDUCTIONS:		
Benefit payments	(3,338,291)	(6,418,232)
Administrative expenses	<u>(83,930)</u>	<u>(105,381)</u>
Total deductions	<u>(3,422,221)</u>	<u>(6,523,613)</u>
CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS BEFORE TRANSFERS FROM OTHER PLAN	1,183,270	(9,973,844)
TRANSFERS FROM OTHER PLANS	<u>-</u>	<u>2,371,310</u>
CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS AFTER TRANSFERS FROM OTHER PLANS	<u>1,183,270</u>	<u>(7,602,534)</u>
NET ASSETS AVAILABLE FOR BENEFITS - beginning of year	<u>19,396,499</u>	<u>26,999,033</u>
NET ASSETS AVAILABLE FOR BENEFITS - end of year	<u>\$ 20,579,769</u>	<u>\$ 19,396,499</u>

The accompanying notes are an integral part of these statements.

VIE DE FRANCE YAMAZAKI, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF PLAN

The following description of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering substantially all employees of Vie de France Yamazaki, Inc. (the Company or the Plan Administrator) who meet certain eligibility criteria. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

On August 2, 2022, the Board of Directors of the Company approved a merger of the Plan and Bakewise Brands, Inc. 401(k) Plan (Bakewise Plan) to be effective October 3, 2022 through a plan amendment. The Company and Bakewise Brands, Inc. and Subsidiaries (Bakewise), the plan sponsor of the Bakewise Plan, are both wholly-owned subsidiaries of Yamazaki Baking Co., Ltd. As part of the plan amendment, the Plan previously referred to as Vie de France Yamazaki, Inc. 401(k) Retirement Savings Plan now operates as the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust which will be sponsored by the Company and will include Bakewise and Tom Cat Bakery, Inc. as participating employers.

As of December 7, 2022, the Bakewise plan's assets were fully transferred into the Plan. A summary of the transferred net assets is as follows and is included on the statement of changes in net assets available for benefits (modified cash basis) for the year ended December 31, 2022.

Investments, at fair value	\$ 2,248,643
Notes receivable from participants	<u>122,667</u>
Total	<u>\$ 2,371,310</u>

Administration

The Company is the sponsor and administrator of the Plan. Empower Retirement was the third-party administrator (TPA), custodian and trustee of the Plan. Effective August 1, 2022, Great-West Life & Annuity Insurance Company and Great-West Trust Company rebranded and became Empower Annuity Insurance Company of America and Empower Trust Company, LLC (collectively, "Empower Retirement").

As of November 2, 2022, substantially all Plan assets were transferred from the previous custodian and recordkeeper, Empower Retirement, to Paychex, Inc. (Paychex) as the recordkeeper and to Mid Atlantic Trust Company (MATC) as the custodian. The Plan's investment in the guaranteed annuity contract remained with Empower Retirement due to restrictions on the immediate termination of the contract. Paychex provides recordkeeping and administrative services for the Plan, including maintaining participant accounts and executing participant-initiated activity. MATC is responsible for the custody of plan assets and execution of the investment transactions. On November 3, 2023, the remaining Plan assets invested in the guaranteed annuity contract with Empower Retirement were transferred to MATC.

1. DESCRIPTION OF PLAN (Continued)

Eligibility

Prior to October 3, 2022, employees of the Company were eligible to participate in the Plan upon the attainment of 21 years of age and completion of 45 days of service or completion of 30 days of service if hired prior to June 1, 2017. Effective October 3, 2022, in conjunction with the plan merger, the Plan was amended for employees to become eligible for Plan participation upon the attainment of 21 years of age and the completion of one month of service. Employees of the Company are eligible to receive matching contributions and discretionary profit sharing contributions upon attainment of 21 years of age and completion of six months of service. Employees of the Company must also be employed at the Company on the last day of the Plan year to be eligible for matching and discretionary profit sharing contributions. Deferral and employer match contributions begin on the first day of the month coinciding with or the month after that in which eligibility requirements are met.

Contributions

The Plan allows participants to contribute up to 92% of their annual compensation, subject to certain limitations of the Plan and the Internal Revenue Code (IRC). Participants may also rollover contributions from other qualified retirement plans, at the discretion of the Plan Administrator. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions of up to \$7,500 and \$6,500 during 2023 and 2022, respectively. Participants may direct the investment of their contributions and the Company's contributions into various investment options offered by the Plan.

Prior to October 3, 2022, the Company made matching contributions equal to 33% of each participant's elective deferral up to a maximum of 6% of the participant's compensation. Effective October 3, 2022, the Company makes matching contributions equal to 34% of each participant's elective deferral up to the first 2% of the participant's compensation and 33% of each participant's elective deferral up to a maximum of 6% of the participant's compensation. In addition, the Company may make discretionary profit sharing contributions on behalf of participants. The Company made no discretionary profit sharing contributions to the Plan for the years ended December 31, 2023 and 2022. Distributions from other qualified retirement plans can also be contributed as rollover contributions.

Prior to October 3, 2022, the Plan provided an automatic enrollment provision in which newly eligible participants were enrolled to contribute 3% of their annual salary if entry date to the Plan was before July 1, 2014 and enrolled to contribute 4% of their annual salary if entry date to the Plan was on or following July 1, 2014, unless the participant elected otherwise. In the absence of an employee election, contributions were defaulted to an age-based managed fund, until an election was made. Effective October 3, 2022, the Plan was amended to remove the automatic enrollment provision.

Participant Accounts

Each participant's account is credited with the participant's contributions, employer contributions and actual earnings and losses thereon. Allocations of Plan earnings, forfeitures, and Plan expenses 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.

1. DESCRIPTION OF PLAN (Continued)

Vesting

Participants are immediately vested in their deferral contributions plus actual earnings thereon. Prior to October 3, 2022, participants vested 100% in the Company's matching and discretionary profit sharing contributions at the end of completing 3 years of continuous service. Effective October 3, 2022, participants become vested in the Company matching and discretionary profit sharing contributions based on a three-year graded vesting schedule at a rate of 33% each year. Participants are also fully vested upon attainment of age 59 ½, death or total and permanent disability.

Benefit Payments

The Plan provides for normal retirement benefits upon termination of service due to death, disability or attainment of retirement age. The normal retirement age is the date a participant reaches the age of 65. Participants may elect disbursement of their vested account balance in either a lump-sum amount or direct rollover into an individual retirement account or another qualified plan. Vested account balances of \$1,000 or less are paid as lump sum distributions. Distributions due to termination or disability may be deferred until the participant retires if the value of their account exceeds \$5,000.

In-Service Withdrawals

Participants may elect disbursement of all or part of their vested account balance upon the attainment of age 59 ½.

Hardship Withdrawals

Hardship withdrawals from the Plan are permitted from participant vested accounts under certain circumstances. All hardship withdrawals must comply with rules relating to hardships, which are uniformly applicable to all participants.

Notes Receivable from Participants

Participants may borrow up to the lesser of \$50,000 or 47.5% of their vested account balance. Principal and interest is paid ratably through payroll deductions for a period not to exceed four and a half years, unless they are used to purchase a primary residence, in which case the Plan Administrator may permit terms up to 10 years. Notes receivable are secured by the participant's account and bear interest at a fixed rate of Prime plus 1% at the date of loan origination. Notes receivable are measured at the unpaid principal balance plus any accrued but unpaid interest. The Plan allows for participants to have two active notes. Notes receivable in default must be paid before another loan may be issued.

Administrative Expenses

Participant accounts are charged fees for processing loans and benefit payments. Certain fees may be paid by the Plan through reduction of investment income and netted against net appreciation in value of investments. All other administrative expenses may be paid by the Plan or the Company.

Forfeitures

Forfeitures of non-vested employer contributions may be used to reduce Company matching contributions, discretionary profit sharing contributions or to reduce administrative expenses of the Plan. As of December 31, 2023 and 2022, the Plan reported available forfeitures of \$42 and \$12,752, respectively. Forfeitures of non-vested account balances and earnings on unused amounts totaled \$13,521 and \$12,564 in 2023 and 2022, respectively. The amount of forfeitures used to reduce employer contributions and plan expenses were \$26,231 and \$1,935 during the years ended December 31, 2023 and 2022, respectively.

1. DESCRIPTION OF PLAN (Continued)

Plan Termination

Although the Company has not expressed any intent to do so, the Company has the right to terminate the Plan at any time subject to the provisions of ERISA. In the event of Plan termination, all participant accounts would become fully vested.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accounts of the Plan are maintained, and the accompanying financial statements have been prepared on the modified cash basis, which is a basis of accounting other than accounting principles generally accepted in the United States of America ("U.S. GAAP"). Under this basis, investment income and employer contributions are recognized when received and disbursements are recognized when made. Investments are reflected at fair value. Accordingly, the financial statements are not intended to present the net assets available for benefits and changes in net assets available for benefits of the Plan in conformity with U.S. GAAP.

Investments and Income Recognition

Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Purchases and sales of securities are reflected on a settlement date basis. Dividends are recorded on an ex-dividend rate. Net appreciation (depreciation) in fair value of investments includes the Plan's gains and losses on investments bought and sold as well as held during the year. Interest income and dividends are recorded when received.

Fair Value Measurements – Definition and Hierarchy

The Plan uses various valuation techniques in determining fair value. Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820 provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair market value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels of the fair value hierarchy under ASC 820 are described below:

- Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets and liabilities in active markets that the Plan has the ability to access.
- Level 2 - Inputs to the valuation methodology include:
 - Quoted prices for similar assets or liabilities in active markets;
 - Quoted prices for identical or similar assets or liabilities in inactive markets;
 - Inputs other than quoted prices that are observable for the asset or liability;
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value Measurements – Definition and Hierarchy (Continued)

See Note 4 for a description of where the Plan's assets fall within the fair value hierarchy.

Risks and Uncertainties

The Plan invests in various types of investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risk. 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 participant account balances and the amounts reported in the financial statements.

Benefit Payments

Benefit payments are recorded when paid.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable from participants are treated as distributions based upon ERISA, Internal Revenue Service (IRS), and plan document provisions.

Estimates

The preparation of financial statements in accordance with the modified cash basis of accounting requires the Plan administrator to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates and such differences may be significant.

3. CERTIFIED INVESTMENT INFORMATION

The following information was certified as complete and accurate by MATC as of and for the years ended December 31, 2023 and 2022 and by Empower Retirement for the period January 1, 2022 through November 3, 2023:

	<u>2023</u>	<u>2022</u>
Investments, at fair value	\$ <u>19,893,194</u>	\$ <u>18,569,402</u>
Investment income (loss)	\$ <u>2,752,153</u>	\$ <u>(4,950,644)</u>
Schedule of Assets (Held at End of Year)	Schedule I	

4. FAIR VALUE MEASUREMENTS

The Plan's assets at fair value, within the fair value hierarchy, were as follows at December 31:

<u>2023</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 237,018	\$ -	\$ -	\$ 237,018
Mutual funds	<u>19,656,176</u>	<u>-</u>	<u>-</u>	<u>19,656,176</u>
Total investments	<u>\$ 19,893,194</u>			<u>\$ 19,893,194</u>

4. FAIR VALUE MEASUREMENTS (Continued)

The Plan's assets at fair value, within the fair value hierarchy, were as follows at December 31:

<u>2022</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 48,841	\$ -	\$ -	\$ 48,841
Mutual funds	<u>17,566,535</u>	<u>-</u>	<u>-</u>	<u>17,566,535</u>
	<u>\$ 17,615,376</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 17,615,376</u>
Guaranteed annuity contract, at net asset value ^(a)				<u>954,026</u>
Total investments				<u>\$ 18,569,402</u>

(a) In accordance with the FASB authoritative guidance regarding fair value measurement, certain investments that were measured at net asset value (NAV) per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits (modified cash basis).

The following is a description of the valuation methodologies used for assets measured at fair value:

Money market fund: fair value approximates the carrying amounts of such instruments due to their short maturity.

Mutual funds: valued at fair value based on quoted market prices.

Guaranteed annuity contract: valued at fair value using the net asset value (NAV) per share practical expedient based on the value of underlying investments using a market approach.

Investment in Entities that Calculate Net Asset Value

At December 31, 2022, Plan investments included a guaranteed annuity contract (GAC) with Empower Annuity Insurance Company of America (previously referred to Great-West Life & Annuity Insurance Company) that guarantees the contract benefit value upon termination, death, disability or retirement of a participant for participant-initiated transactions. Contract value is defined as the value paid when funds are withdrawn at maturity or at the time of termination, death, disability, or retirement of a participant and is equal to amounts deposited plus accrued interest. However, provisions of the contract prevent full and immediate payout of the contract value for Plan-initiated transactions. Additionally, there are possibilities of market value adjustments when funds are withdrawn prior to maturity. On November 3, 2023, the GAC was transferred to MATC and into the funds as designated by the participant.

As such, Empower Annuity Insurance Company of America does not consider the GAC to be fully benefit responsive at the Plan reporting level. Accordingly, the GAC is included in the financial statements at net asset value as a practical expedient of estimated fair value as reported and certified by Empower Annuity Insurance Company of America. Net asset value is generally determined based upon the fair value of the underlying assets held by the fund less its liabilities. Net asset value may not be used in situations whereby it is probable that the fund will transact at an amount different than reported net asset value. In certain situations, the Plan trustee and investment custodian may temporarily delay withdrawal if necessary to ensure an orderly liquidation of assets.

4. FAIR VALUE MEASUREMENTS (Continued)

Investment in Entities that Calculate Net Asset Value (Continued)

Estimated fair value is determined annually for financial statement reporting purposes. In determining the reasonableness of the fair value methodology, the Plan evaluates a variety of factors including reviewing existing contracts, economic conditions, industry and market developments, and overall credit ratings. Certain observable inputs are assessed through review of contract terms while others are substantiated utilizing available market data. Any difference between contract value and fair value are reflected as components of investment income (loss) for the year ended December 31, 2022. The average yields for the investment contract and actual average yields earned on the investment contract as reported by Empower Retirement was approximately 0.93% for the year ended December 31, 2022.

5. INCOME TAX STATUS

Prior to October 3, 2022, the Plan was based on an IRS approved prototype plan provided by Empower Trust Company, LLC. The IRS has determined, by the letter dated March 31, 2014, that the written form of the underlying prototype plan document is acceptable under Section 401 of the IRC for use by employers for the benefit of their employees.

Effective October 3, 2022, the Plan is based on an IRS approved prototype plan provided by Paychex. The IRS has determined, by the letter dated August 31, 2020, that the written form of the underlying prototype plan document is acceptable under Section 401 of the IRC for use by employers for the benefit of their employees.

In both instances, the Plan itself has not received a determination letter from the IRS. However, the plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

6. PARTIES-IN-INTEREST

Empower Retirement served as the TPA, custodian and trustee of the Plan's investment assets through October 1, 2022 and as the custodian and trustee of the Plan's investment in the GAC through November 3, 2023. MATC serves as the custodian and trustee of the Plan's investment assets and Paychex serves as the TPA for the period October 1, 2022 through December 31, 2023. Consequently, transactions between Empower Retirement, MATC, Paychex, the Company and the Plan qualify as party-in-interest transactions. Notes receivable from participants also qualify as party-in-interest transactions.

7. RECONCILIATION TO FORM 5500

While net assets available for benefits are reconciled between the financial statements and Form 5500 in total as of December 31, 2023 and 2022 below, additional classifications may differ between the financial statements and Form 5500.

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

	<u>2023</u>	<u>2022</u>
Net assets available for benefits, per the financial statements	\$ 20,579,769	\$ 19,396,499
Cumulative deemed distributions	<u>-</u>	<u>(7,931)</u>
Net assets available for benefits, per Form 5500	<u>\$ 20,579,769</u>	<u>\$ 19,388,568</u>

The following is a reconciliation of changes in net assets available for benefits per the financial statements to changes in net assets available for benefits per Form 5500 for the years ended December 31:

	<u>2023</u>	<u>2022</u>
Change in net assets available for benefits, per the financial statements	\$ 1,183,270	\$ (7,602,534)
Change in deemed distributions	<u>7,931</u>	<u>115,806</u>
Change in net assets available for benefits per Form 5500	<u>\$ 1,191,201</u>	<u>\$ 7,486,728</u>

8. SUBSEQUENT EVENTS

Subsequent events have been evaluated through October 9, 2024, which is the date the financial statements were available to be issued.

VIE DE FRANCE YAMAZAKI, INC. 401K PROFIT SHARING PLAN AND TRUST

EMPLOYER IDENTIFICATION NUMBER 54-1584122

PLAN #001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (MODIFIED CASH BASIS)

DECEMBER 31, 2023

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	** (d) Cost	(e) Current Value
MONEY MARKET FUND:				
	Gabelli U.S. Treasury Money Market Fund	Money Market Fund		\$ 237,018
MUTUAL FUNDS:				
	Schwab Target 2030 Index Fund	Mutual Fund		6,132,201
	Schwab Target 2025 Index Fund	Mutual Fund		4,194,763
	Schwab Target 2035 Index Fund	Mutual Fund		3,529,349
	Schwab Target 2020 Index Fund	Mutual Fund		1,680,207
	Schwab Target 2040 Index Fund	Mutual Fund		1,455,569
	Schwab Target 2015 Index Fund	Mutual Fund		921,075
	Schwab Target 2045 Index Fund	Mutual Fund		738,612
	Schwab Target 2050 Index Fund	Mutual Fund		225,539
	Schwab Target 2060 Index Fund	Mutual Fund		139,780
	Schwab Target 2055 Index Fund	Mutual Fund		107,375
	JPMorgan U.S. Equity Fund Class R6	Mutual Fund		88,282
	TIAA-CREF Large-Cap Growth Index Fund Institutional Class	Mutual Fund		84,963
	Schwab Fundamental US Large Company Index Fund	Mutual Fund		57,412
	Schwab Target 2010 Index Fund	Mutual Fund		49,766
	Vanguard FTSE All-World ex-US Index Fund Admiral Shares	Mutual Fund		48,833
	Fidelity Mid-Cap Stock	Mutual Fund		48,527
	Vanguard Mid-Cap Index Fund Admiral Shares	Mutual Fund		40,892
	Vanguard Small-Cap Index Fund Admiral Shares	Mutual Fund		39,955
	Delaware Small Cap Core Class R6	Mutual Fund		30,882
	Hartford Schroders International Stock Fund Class SDR	Mutual Fund		29,979
	Vanguard Total Bond Market Index Fund Admiral Shares	Mutual Fund		7,549
	Dodge & Cox Income Fund Class I	Mutual Fund		3,391
	PIMCO Income Fund Class I-2	Mutual Fund		1,275
				<u>19,656,176</u>
NOTES RECEIVABLE FROM PARTICIPANTS:				
*	Notes receivable from participants	Interest rates ranging from 4.25% to 9.50% maturing at various dates through July 2028.		<u>686,575</u>
				<u>\$ 20,579,769</u>

* Denotes party-in-interest

** Costs omitted as all investments are participant directed

**VIE DE FRANCE YAMAZAKI, INC.
401(K) PROFIT SHARING PLAN AND TRUST**

**Financial Statements
as of December 31, 2023 and 2022
Together with
Independent Auditor's Report**

INDEPENDENT AUDITOR'S REPORT

October 9, 2024

To the Plan Administrator of
Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust:

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

We have performed audits of the financial statements of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits (modified cash basis) as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits (modified cash basis) for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust'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 qualified institutions as of and for the years ended December 31, 2023 and 2022, 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 the modified cash basis of accounting described in Note 2.

7557 Rambler Road,
Suite 600
Dallas, TX 75231
p (214) 346-0750
f (214) 346-0784

www.bonadio.com

(Continued)

INDEPENDENT AUDITOR'S REPORT

(Continued)

Opinion (Continued)

- 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 the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust 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.

Basis of Accounting

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements and supplemental schedule are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to that matter.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust'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.

(Continued)

INDEPENDENT AUDITOR'S REPORT

(Continued)

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust'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 the modified cash basis of accounting.

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 the modified cash basis of accounting.

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 audits.

(Continued)

INDEPENDENT AUDITOR'S REPORT

(Continued)

Other Matter—Supplemental Schedule Required by ERISA

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

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

In our opinion:

- the form and content of the supplemental schedule (modified cash basis), other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedule (modified cash basis) 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).

VIE DE FRANCE YAMAZAKI, INC. 401K PROFIT SHARING PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS (MODIFIED CASH BASIS) DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
INVESTMENTS, at fair value:		
Money market fund	\$ 237,018	\$ 48,841
Mutual funds	19,656,176	17,566,535
Guaranteed annuity contract	<u>-</u>	<u>954,026</u>
Total investments	<u>19,893,194</u>	<u>18,569,402</u>
NOTES RECEIVABLE FROM PARTICIPANTS	<u>686,575</u>	<u>827,097</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 20,579,769</u>	<u>\$ 19,396,499</u>

The accompanying notes are an integral part of these statements.

VIE DE FRANCE YAMAZAKI, INC. 401K PROFIT SHARING PLAN AND TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS (MODIFIED CASH BASIS) FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS:		
Investment income (loss) -		
Net appreciation (depreciation) in fair value of investments	\$ 2,296,803	\$ (5,400,018)
Interest and dividends	<u>455,350</u>	<u>449,374</u>
Total investment income (loss)	<u>2,752,153</u>	<u>(4,950,644)</u>
Interest on notes receivable from participants	<u>39,643</u>	<u>29,778</u>
Contributions -		
Participant	1,420,770	1,211,176
Employer	324,032	259,459
Rollovers	<u>68,893</u>	<u>-</u>
Total contributions	<u>1,813,695</u>	<u>1,470,635</u>
Total additions	<u>4,605,491</u>	<u>(3,450,231)</u>
DEDUCTIONS:		
Benefit payments	(3,338,291)	(6,418,232)
Administrative expenses	<u>(83,930)</u>	<u>(105,381)</u>
Total deductions	<u>(3,422,221)</u>	<u>(6,523,613)</u>
CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS BEFORE TRANSFERS FROM OTHER PLAN	1,183,270	(9,973,844)
TRANSFERS FROM OTHER PLANS	<u>-</u>	<u>2,371,310</u>
CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS AFTER TRANSFERS FROM OTHER PLANS	<u>1,183,270</u>	<u>(7,602,534)</u>
NET ASSETS AVAILABLE FOR BENEFITS - beginning of year	<u>19,396,499</u>	<u>26,999,033</u>
NET ASSETS AVAILABLE FOR BENEFITS - end of year	<u>\$ 20,579,769</u>	<u>\$ 19,396,499</u>

The accompanying notes are an integral part of these statements.

VIE DE FRANCE YAMAZAKI, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF PLAN

The following description of the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering substantially all employees of Vie de France Yamazaki, Inc. (the Company or the Plan Administrator) who meet certain eligibility criteria. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

On August 2, 2022, the Board of Directors of the Company approved a merger of the Plan and Bakewise Brands, Inc. 401(k) Plan (Bakewise Plan) to be effective October 3, 2022 through a plan amendment. The Company and Bakewise Brands, Inc. and Subsidiaries (Bakewise), the plan sponsor of the Bakewise Plan, are both wholly-owned subsidiaries of Yamazaki Baking Co., Ltd. As part of the plan amendment, the Plan previously referred to as Vie de France Yamazaki, Inc. 401(k) Retirement Savings Plan now operates as the Vie de France Yamazaki, Inc. 401(k) Profit Sharing Plan and Trust which will be sponsored by the Company and will include Bakewise and Tom Cat Bakery, Inc. as participating employers.

As of December 7, 2022, the Bakewise plan's assets were fully transferred into the Plan. A summary of the transferred net assets is as follows and is included on the statement of changes in net assets available for benefits (modified cash basis) for the year ended December 31, 2022.

Investments, at fair value	\$ 2,248,643
Notes receivable from participants	<u>122,667</u>
Total	<u>\$ 2,371,310</u>

Administration

The Company is the sponsor and administrator of the Plan. Empower Retirement was the third-party administrator (TPA), custodian and trustee of the Plan. Effective August 1, 2022, Great-West Life & Annuity Insurance Company and Great-West Trust Company rebranded and became Empower Annuity Insurance Company of America and Empower Trust Company, LLC (collectively, "Empower Retirement").

As of November 2, 2022, substantially all Plan assets were transferred from the previous custodian and recordkeeper, Empower Retirement, to Paychex, Inc. (Paychex) as the recordkeeper and to Mid Atlantic Trust Company (MATC) as the custodian. The Plan's investment in the guaranteed annuity contract remained with Empower Retirement due to restrictions on the immediate termination of the contract. Paychex provides recordkeeping and administrative services for the Plan, including maintaining participant accounts and executing participant-initiated activity. MATC is responsible for the custody of plan assets and execution of the investment transactions. On November 3, 2023, the remaining Plan assets invested in the guaranteed annuity contract with Empower Retirement were transferred to MATC.

1. DESCRIPTION OF PLAN (Continued)

Eligibility

Prior to October 3, 2022, employees of the Company were eligible to participate in the Plan upon the attainment of 21 years of age and completion of 45 days of service or completion of 30 days of service if hired prior to June 1, 2017. Effective October 3, 2022, in conjunction with the plan merger, the Plan was amended for employees to become eligible for Plan participation upon the attainment of 21 years of age and the completion of one month of service. Employees of the Company are eligible to receive matching contributions and discretionary profit sharing contributions upon attainment of 21 years of age and completion of six months of service. Employees of the Company must also be employed at the Company on the last day of the Plan year to be eligible for matching and discretionary profit sharing contributions. Deferral and employer match contributions begin on the first day of the month coinciding with or the month after that in which eligibility requirements are met.

Contributions

The Plan allows participants to contribute up to 92% of their annual compensation, subject to certain limitations of the Plan and the Internal Revenue Code (IRC). Participants may also rollover contributions from other qualified retirement plans, at the discretion of the Plan Administrator. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions of up to \$7,500 and \$6,500 during 2023 and 2022, respectively. Participants may direct the investment of their contributions and the Company's contributions into various investment options offered by the Plan.

Prior to October 3, 2022, the Company made matching contributions equal to 33% of each participant's elective deferral up to a maximum of 6% of the participant's compensation. Effective October 3, 2022, the Company makes matching contributions equal to 34% of each participant's elective deferral up to the first 2% of the participant's compensation and 33% of each participant's elective deferral up to a maximum of 6% of the participant's compensation. In addition, the Company may make discretionary profit sharing contributions on behalf of participants. The Company made no discretionary profit sharing contributions to the Plan for the years ended December 31, 2023 and 2022. Distributions from other qualified retirement plans can also be contributed as rollover contributions.

Prior to October 3, 2022, the Plan provided an automatic enrollment provision in which newly eligible participants were enrolled to contribute 3% of their annual salary if entry date to the Plan was before July 1, 2014 and enrolled to contribute 4% of their annual salary if entry date to the Plan was on or following July 1, 2014, unless the participant elected otherwise. In the absence of an employee election, contributions were defaulted to an age-based managed fund, until an election was made. Effective October 3, 2022, the Plan was amended to remove the automatic enrollment provision.

Participant Accounts

Each participant's account is credited with the participant's contributions, employer contributions and actual earnings and losses thereon. Allocations of Plan earnings, forfeitures, and Plan expenses 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.

1. DESCRIPTION OF PLAN (Continued)

Vesting

Participants are immediately vested in their deferral contributions plus actual earnings thereon. Prior to October 3, 2022, participants vested 100% in the Company's matching and discretionary profit sharing contributions at the end of completing 3 years of continuous service. Effective October 3, 2022, participants become vested in the Company matching and discretionary profit sharing contributions based on a three-year graded vesting schedule at a rate of 33% each year. Participants are also fully vested upon attainment of age 59 ½, death or total and permanent disability.

Benefit Payments

The Plan provides for normal retirement benefits upon termination of service due to death, disability or attainment of retirement age. The normal retirement age is the date a participant reaches the age of 65. Participants may elect disbursement of their vested account balance in either a lump-sum amount or direct rollover into an individual retirement account or another qualified plan. Vested account balances of \$1,000 or less are paid as lump sum distributions. Distributions due to termination or disability may be deferred until the participant retires if the value of their account exceeds \$5,000.

In-Service Withdrawals

Participants may elect disbursement of all or part of their vested account balance upon the attainment of age 59 ½.

Hardship Withdrawals

Hardship withdrawals from the Plan are permitted from participant vested accounts under certain circumstances. All hardship withdrawals must comply with rules relating to hardships, which are uniformly applicable to all participants.

Notes Receivable from Participants

Participants may borrow up to the lesser of \$50,000 or 47.5% of their vested account balance. Principal and interest is paid ratably through payroll deductions for a period not to exceed four and a half years, unless they are used to purchase a primary residence, in which case the Plan Administrator may permit terms up to 10 years. Notes receivable are secured by the participant's account and bear interest at a fixed rate of Prime plus 1% at the date of loan origination. Notes receivable are measured at the unpaid principal balance plus any accrued but unpaid interest. The Plan allows for participants to have two active notes. Notes receivable in default must be paid before another loan may be issued.

Administrative Expenses

Participant accounts are charged fees for processing loans and benefit payments. Certain fees may be paid by the Plan through reduction of investment income and netted against net appreciation in value of investments. All other administrative expenses may be paid by the Plan or the Company.

Forfeitures

Forfeitures of non-vested employer contributions may be used to reduce Company matching contributions, discretionary profit sharing contributions or to reduce administrative expenses of the Plan. As of December 31, 2023 and 2022, the Plan reported available forfeitures of \$42 and \$12,752, respectively. Forfeitures of non-vested account balances and earnings on unused amounts totaled \$13,521 and \$12,564 in 2023 and 2022, respectively. The amount of forfeitures used to reduce employer contributions and plan expenses were \$26,231 and \$1,935 during the years ended December 31, 2023 and 2022, respectively.

1. DESCRIPTION OF PLAN (Continued)

Plan Termination

Although the Company has not expressed any intent to do so, the Company has the right to terminate the Plan at any time subject to the provisions of ERISA. In the event of Plan termination, all participant accounts would become fully vested.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accounts of the Plan are maintained, and the accompanying financial statements have been prepared on the modified cash basis, which is a basis of accounting other than accounting principles generally accepted in the United States of America ("U.S. GAAP"). Under this basis, investment income and employer contributions are recognized when received and disbursements are recognized when made. Investments are reflected at fair value. Accordingly, the financial statements are not intended to present the net assets available for benefits and changes in net assets available for benefits of the Plan in conformity with U.S. GAAP.

Investments and Income Recognition

Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Purchases and sales of securities are reflected on a settlement date basis. Dividends are recorded on an ex-dividend rate. Net appreciation (depreciation) in fair value of investments includes the Plan's gains and losses on investments bought and sold as well as held during the year. Interest income and dividends are recorded when received.

Fair Value Measurements – Definition and Hierarchy

The Plan uses various valuation techniques in determining fair value. Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820 provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair market value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels of the fair value hierarchy under ASC 820 are described below:

- Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets and liabilities in active markets that the Plan has the ability to access.
- Level 2 - Inputs to the valuation methodology include:
 - Quoted prices for similar assets or liabilities in active markets;
 - Quoted prices for identical or similar assets or liabilities in inactive markets;
 - Inputs other than quoted prices that are observable for the asset or liability;
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value Measurements – Definition and Hierarchy (Continued)

See Note 4 for a description of where the Plan's assets fall within the fair value hierarchy.

Risks and Uncertainties

The Plan invests in various types of investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risk. 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 participant account balances and the amounts reported in the financial statements.

Benefit Payments

Benefit payments are recorded when paid.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable from participants are treated as distributions based upon ERISA, Internal Revenue Service (IRS), and plan document provisions.

Estimates

The preparation of financial statements in accordance with the modified cash basis of accounting requires the Plan administrator to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates and such differences may be significant.

3. CERTIFIED INVESTMENT INFORMATION

The following information was certified as complete and accurate by MATC as of and for the years ended December 31, 2023 and 2022 and by Empower Retirement for the period January 1, 2022 through November 3, 2023:

	<u>2023</u>	<u>2022</u>
Investments, at fair value	\$ <u>19,893,194</u>	\$ <u>18,569,402</u>
Investment income (loss)	\$ <u>2,752,153</u>	\$ <u>(4,950,644)</u>
Schedule of Assets (Held at End of Year)	Schedule I	

4. FAIR VALUE MEASUREMENTS

The Plan's assets at fair value, within the fair value hierarchy, were as follows at December 31:

<u>2023</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 237,018	\$ -	\$ -	\$ 237,018
Mutual funds	<u>19,656,176</u>	<u>-</u>	<u>-</u>	<u>19,656,176</u>
Total investments	<u>\$ 19,893,194</u>			<u>\$ 19,893,194</u>

4. FAIR VALUE MEASUREMENTS (Continued)

The Plan's assets at fair value, within the fair value hierarchy, were as follows at December 31:

<u>2022</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 48,841	\$ -	\$ -	\$ 48,841
Mutual funds	<u>17,566,535</u>	<u>-</u>	<u>-</u>	<u>17,566,535</u>
	<u>\$ 17,615,376</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 17,615,376</u>
Guaranteed annuity contract, at net asset value ^(a)				<u>954,026</u>
Total investments				<u>\$ 18,569,402</u>

(a) In accordance with the FASB authoritative guidance regarding fair value measurement, certain investments that were measured at net asset value (NAV) per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits (modified cash basis).

The following is a description of the valuation methodologies used for assets measured at fair value:

Money market fund: fair value approximates the carrying amounts of such instruments due to their short maturity.

Mutual funds: valued at fair value based on quoted market prices.

Guaranteed annuity contract: valued at fair value using the net asset value (NAV) per share practical expedient based on the value of underlying investments using a market approach.

Investment in Entities that Calculate Net Asset Value

At December 31, 2022, Plan investments included a guaranteed annuity contract (GAC) with Empower Annuity Insurance Company of America (previously referred to Great-West Life & Annuity Insurance Company) that guarantees the contract benefit value upon termination, death, disability or retirement of a participant for participant-initiated transactions. Contract value is defined as the value paid when funds are withdrawn at maturity or at the time of termination, death, disability, or retirement of a participant and is equal to amounts deposited plus accrued interest. However, provisions of the contract prevent full and immediate payout of the contract value for Plan-initiated transactions. Additionally, there are possibilities of market value adjustments when funds are withdrawn prior to maturity. On November 3, 2023, the GAC was transferred to MATC and into the funds as designated by the participant.

As such, Empower Annuity Insurance Company of America does not consider the GAC to be fully benefit responsive at the Plan reporting level. Accordingly, the GAC is included in the financial statements at net asset value as a practical expedient of estimated fair value as reported and certified by Empower Annuity Insurance Company of America. Net asset value is generally determined based upon the fair value of the underlying assets held by the fund less its liabilities. Net asset value may not be used in situations whereby it is probable that the fund will transact at an amount different than reported net asset value. In certain situations, the Plan trustee and investment custodian may temporarily delay withdrawal if necessary to ensure an orderly liquidation of assets.

4. FAIR VALUE MEASUREMENTS (Continued)

Investment in Entities that Calculate Net Asset Value (Continued)

Estimated fair value is determined annually for financial statement reporting purposes. In determining the reasonableness of the fair value methodology, the Plan evaluates a variety of factors including reviewing existing contracts, economic conditions, industry and market developments, and overall credit ratings. Certain observable inputs are assessed through review of contract terms while others are substantiated utilizing available market data. Any difference between contract value and fair value are reflected as components of investment income (loss) for the year ended December 31, 2022. The average yields for the investment contract and actual average yields earned on the investment contract as reported by Empower Retirement was approximately 0.93% for the year ended December 31, 2022.

5. INCOME TAX STATUS

Prior to October 3, 2022, the Plan was based on an IRS approved prototype plan provided by Empower Trust Company, LLC. The IRS has determined, by the letter dated March 31, 2014, that the written form of the underlying prototype plan document is acceptable under Section 401 of the IRC for use by employers for the benefit of their employees.

Effective October 3, 2022, the Plan is based on an IRS approved prototype plan provided by Paychex. The IRS has determined, by the letter dated August 31, 2020, that the written form of the underlying prototype plan document is acceptable under Section 401 of the IRC for use by employers for the benefit of their employees.

In both instances, the Plan itself has not received a determination letter from the IRS. However, the plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

6. PARTIES-IN-INTEREST

Empower Retirement served as the TPA, custodian and trustee of the Plan's investment assets through October 1, 2022 and as the custodian and trustee of the Plan's investment in the GAC through November 3, 2023. MATC serves as the custodian and trustee of the Plan's investment assets and Paychex serves as the TPA for the period October 1, 2022 through December 31, 2023. Consequently, transactions between Empower Retirement, MATC, Paychex, the Company and the Plan qualify as party-in-interest transactions. Notes receivable from participants also qualify as party-in-interest transactions.

7. RECONCILIATION TO FORM 5500

While net assets available for benefits are reconciled between the financial statements and Form 5500 in total as of December 31, 2023 and 2022 below, additional classifications may differ between the financial statements and Form 5500.

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

	<u>2023</u>	<u>2022</u>
Net assets available for benefits, per the financial statements	\$ 20,579,769	\$ 19,396,499
Cumulative deemed distributions	<u>-</u>	<u>(7,931)</u>
Net assets available for benefits, per Form 5500	<u>\$ 20,579,769</u>	<u>\$ 19,388,568</u>

The following is a reconciliation of changes in net assets available for benefits per the financial statements to changes in net assets available for benefits per Form 5500 for the years ended December 31:

	<u>2023</u>	<u>2022</u>
Change in net assets available for benefits, per the financial statements	\$ 1,183,270	\$ (7,602,534)
Change in deemed distributions	<u>7,931</u>	<u>115,806</u>
Change in net assets available for benefits per Form 5500	<u>\$ 1,191,201</u>	<u>\$ 7,486,728</u>

8. SUBSEQUENT EVENTS

Subsequent events have been evaluated through October 9, 2024, which is the date the financial statements were available to be issued.

VIE DE FRANCE YAMAZAKI, INC. 401K PROFIT SHARING PLAN AND TRUST

EMPLOYER IDENTIFICATION NUMBER 54-1584122

PLAN #001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (MODIFIED CASH BASIS)

DECEMBER 31, 2023

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	** (d) Cost	(e) Current Value
MONEY MARKET FUND:				
	Gabelli U.S. Treasury Money Market Fund	Money Market Fund		\$ 237,018
MUTUAL FUNDS:				
	Schwab Target 2030 Index Fund	Mutual Fund		6,132,201
	Schwab Target 2025 Index Fund	Mutual Fund		4,194,763
	Schwab Target 2035 Index Fund	Mutual Fund		3,529,349
	Schwab Target 2020 Index Fund	Mutual Fund		1,680,207
	Schwab Target 2040 Index Fund	Mutual Fund		1,455,569
	Schwab Target 2015 Index Fund	Mutual Fund		921,075
	Schwab Target 2045 Index Fund	Mutual Fund		738,612
	Schwab Target 2050 Index Fund	Mutual Fund		225,539
	Schwab Target 2060 Index Fund	Mutual Fund		139,780
	Schwab Target 2055 Index Fund	Mutual Fund		107,375
	JPMorgan U.S. Equity Fund Class R6	Mutual Fund		88,282
	TIAA-CREF Large-Cap Growth Index Fund Institutional Class	Mutual Fund		84,963
	Schwab Fundamental US Large Company Index Fund	Mutual Fund		57,412
	Schwab Target 2010 Index Fund	Mutual Fund		49,766
	Vanguard FTSE All-World ex-US Index Fund Admiral Shares	Mutual Fund		48,833
	Fidelity Mid-Cap Stock	Mutual Fund		48,527
	Vanguard Mid-Cap Index Fund Admiral Shares	Mutual Fund		40,892
	Vanguard Small-Cap Index Fund Admiral Shares	Mutual Fund		39,955
	Delaware Small Cap Core Class R6	Mutual Fund		30,882
	Hartford Schroders International Stock Fund Class SDR	Mutual Fund		29,979
	Vanguard Total Bond Market Index Fund Admiral Shares	Mutual Fund		7,549
	Dodge & Cox Income Fund Class I	Mutual Fund		3,391
	PIMCO Income Fund Class I-2	Mutual Fund		1,275
				<u>19,656,176</u>
NOTES RECEIVABLE FROM PARTICIPANTS:				
*	Notes receivable from participants	Interest rates ranging from 4.25% to 9.50% maturing at various dates through July 2028.		<u>686,575</u>
				<u>\$ 20,579,769</u>

* Denotes party-in-interest

** Costs omitted as all investments are participant directed