

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
--	---	---

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 EARNHEART OIL INC 401(K) PROFIT SHARING PLAN & TRUST
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 01/01/2014
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) EARNHEART OIL INC 12782 W CO RD 60 MARSHALL, OK 73056
2b	Employer Identification Number (EIN) 73-1337765
2c	Plan Sponsor's telephone number 405-612-2650
2d	Business code (see instructions) 424700

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	5 188
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) 131 6a(2) 137 6b 0 6c 44 6d 181 6e 0 6f 181 6g(1) 148 6g(2) 180 6h 23
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2S 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 EARNHEART OIL 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 EARNHEART OIL INC	D Employer Identification Number (EIN) 73-1337765	

Part I	Service Provider Information (see instructions)
--------	---

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

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

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

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

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

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

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

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)

LEVELIZED COMPENSATION ADVISOR

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 15	INVESTMENT ADVISORY	9678	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?
27 15	RECORDKEEPER	10020	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

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

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

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

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

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan EARNHEART OIL 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 EARNHEART OIL INC		
		D Employer Identification Number (EIN) 73-1337765

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)	0	42272
(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)	18999	59721
(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)	1434462	2249329
(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	1453461	2351322
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	1453461	2351322

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)	226242	
(B) Participants	2a(1)(B)	247821	
(C) Others (including rollovers)	2a(1)(C)	187118	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		661181
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	2435	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		2435
(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)	78932	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		78932
(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)		233014
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		975562

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	53233	
(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)		53233
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)	13615	
(3) Recordkeeping fees.....	2i(3)	0	
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	9993	
(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)		24468
j Total expenses. Add all expense amounts in column (b) and enter total	2j		77701

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		897861
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: **SMITH, CARNEY & CO. P.C.**

(2) EIN: **73-1225615**

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?	☒		145346
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		☒	

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

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

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

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

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

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

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

A Name of plan EARNHEART OIL 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 EARNHEART OIL INC	D Employer Identification Number (EIN) 73-1337765

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 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
----------	------------

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

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

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

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

Schedule R (Form 5500) 2023
v. 230707

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐	
19 If the total number of participants is 1,000 or more, complete lines (a) and (b):	
a Enter the percentage of plan assets held as: Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____% High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____%	
b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets: ☐ 0-5 years ☐ 5-10 years ☐ 10-15 years ☐ 15 years or more	
20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.	
a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No	
b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:	
☐ Yes.	
☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.	
☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.	
☐ No. Other. Provide explanation. _____	

Part VII	IRS Compliance Questions
-----------------	---------------------------------

21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No	
21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).	
☒ Design-based safe harbor method	
☐ "Prior year" ADP test	
☐ "Current year" ADP test	
☐ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter <u>08 / 31 / 2020</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q704150A</u> .	

**EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST**

**Financial Statements and
Supplemental Schedule**

December 31, 2023

Financial Statements and
Supplemental Schedule

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

Financial Statements

Independent Auditor's Report.	1
Statements of Net Assets	
Available for Benefits.	5
Statement of Changes in Net Assets	
Available for Benefits.	6
Notes to Financial Statements	7

Supplemental Schedule

Assets Held for Investment Purposes	13
---	----



Smith Carney^{PC}
Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Trustees of
Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust
Marshall, Oklahoma

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

We have performed an audits of the accompanying financial statements of Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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 statement of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audit of Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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 audit 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 a certification from a qualified institution as of and for the years ended December 31, 2023 and 2022, stating that the certified investment information, as described in Note C to the financial statements, is complete and accurate.

Opinion

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

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

Oklahoma City 5100 N. Brookline Ave., Ste. 5100 Oklahoma City, OK 73112 | **P** (405) 272-1040 | **F** (405) 235-6180
Ardmore 5 S. Commerce Ave., Ste. 33 Ardmore, OK 73401 | **P** (580) 226-1227 | **F** (580) 226-1229

www.smithcarney.com | Smith, Carney & Co., P.C.

Member American Institute of Certified Public Accountants | PCAOB Registered Firm

Basis for Opinion

We conducted our audit 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 Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a) (3) (C) audit opinion.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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.

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 Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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 Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter—Supplemental Schedules Required by ERISA

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

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

In our opinion—

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

Smith, Carney & Co. P.C.

Oklahoma City, Oklahoma
October 10, 2024

STATEMENTS OF NET ASSETS
AVAILABLE FOR BENEFITS

EARNHEART OIL INC 401(K) PROFIT
SHARING PLAN AND TRUST

	December 31,	
	2023	2022
<u>ASSETS</u>		
Investments at fair value	\$ 2,291,600	\$ 1,434,462
Contributions receivable:		
Employee contributions	1,932	494
Employer match	1,577	1,149
Employer corrective	-	5,612
Notes receivable from participants	59,721	18,999
	<u>2,354,830</u>	<u>1,460,716</u>
TOTAL ASSETS	2,354,830	1,460,716
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 2,354,830</u>	<u>\$ 1,460,716</u>

See Independent Auditor's Report
and Notes to Financial Statements.

STATEMENT OF CHANGES IN NET ASSETS
AVAILABLE FOR BENEFITS

EARNHEART OIL INC 401(K) PROFIT
SHARING PLAN AND TRUST

	For the Year Ended December 31,	
	2023	2022
<u>ADDITIONS TO NET ASSETS</u>		
<u>ATTRIBUTED TO:</u>		
Investment Income:		
Net appreciation (depreciation) in fair value of Investments	\$ 233,013	\$ (343,236)
Interest and Dividends	78,932	77,858
	311,945	(265,378)
Less: Investment expenses	(10,853)	(811)
	301,092	(266,189)
Interest income on notes receivable from participants	2,435	466
Contributions:		
Employer	219,410	121,629
Employer corrective	1,648	5,612
Employee	249,259	114,245
Employee rollovers	187,118	11,661
	657,435	253,147
 TOTAL ADDITIONS	 960,962	 (12,576)
<u>DEDUCTIONS FROM NET ASSETS</u>		
<u>ATTRIBUTED TO:</u>		
Benefits paid to participants	53,233	33,631
Administrative expenses	13,615	9,071
 TOTAL DEDUCTIONS	 66,848	 42,702
 NET INCREASE	 894,114	 (55,278)
<u>NET ASSETS AVAILABLE FOR BENEFITS</u>		
<u>AT BEGINNING OF YEAR</u>	1,460,716	1,515,994
 <u>NET ASSETS AVAILABLE FOR BENEFITS</u>		
<u>AT END OF YEAR</u>	\$ 2,354,830	\$ 1,460,716

See Independent Auditor's Report
and Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

NOTE A--DESCRIPTION OF PLAN

The following brief description of Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust is provided for general information purposes only. Participants should refer to the Plan Agreement for more complete information.

General: The Plan was established January 1, 2014. The latest Plan amendment and restatement was effective January 1, 2023. The Plan is a defined contribution plan covering all employees of Earnheart Oil, Inc. (the "Plan Sponsor") 21 years of age or older, and completion of 30 days of service. Non-resident aliens nor union employees are not eligible to participate in the plan. Employees have the option to decrease or increase deferral rates at any time. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Eligible employees may defer up to 90% percent of their eligible compensation, as defined by the plan, as pre-tax or after-tax (Roth) contributions for the plan year. Such maximum contributions are subject to limitations imposed by the Internal Revenue Code (IRC). Participants over the age of 50 may make additional catchup deferrals.

Effective January 1, 2023, the Plan has an automatic enrollment feature. An employee hired after this date is automatically enrolled for a pre-tax deferral at a 3% rate of the employee's compensation. Their contributions are invested in a designated balanced fund based on age until changed by the participant. Participants automatic enrollment deferral rate will increase by 1% on the first day of each plan year after initial enrollment until it reaches a 6% maximum.

Employees are eligible to receive a matching safe harbor contribution that will commence for the payroll period immediately following satisfaction of eligibility requirements. The Plan Sponsor made matching contributions of 100% of the employees' elective deferrals up to 5% of the employee's compensation for 2023. Prior to the January 1, 2023 amendment, all eligible employees received a 3% Safe Harbor Non-elective employer contribution, upon satisfaction of 21 years of age and one year of service.

Each year, the Plan Sponsor may elect to make additional discretionary profit sharing contributions within the limits of the IRC for eligible employees who have completed 1,000 hours in the current plan year and are employed as of the last day of the current plan year. During the years ended December 31, 2023 and 2022, no additional discretionary profit sharing contributions were made to the Plan.

Participants may also contribute amounts representing distributions from other qualified plans (rollovers).

Participants' Accounts: Each participant's account is credited with the participant's contributions and allocation of (a) the Plan Sponsor's matching contribution, and if applicable, discretionary profit-sharing contributions, (b) Plan earnings and (c) administrative expenses that are paid by the Plan. Allocations are based on the participant's qualified compensation, account balances, or specific participant transactions as defined by the plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

Vesting: Participants are immediately vested in their voluntary contributions and actual earnings thereon. Vesting of employer matching and profit-sharing contributions are based on the participant's years of continuous service. For employer matching contributions, participants are fully vested after one year of service. For profit-sharing contributions, a participant vests 20% in the Plan for each year of continuous service starting in the second year through the sixth year and is fully vested in the sixth year of service. Participants are 100% vested upon death or disability.

Notes Receivable from Participants: Participants may borrow from their vested account balances with interest rates, terms and minimum and maximum loan balances in accordance with the Plan document. The loans are secured by the balance in the participants' account. Principal and interest are paid ratably through payroll deductions. A participant loan is considered to be in default and/or past due when payments have ceased prior to being repaid-in-full.

Investment Options: Upon enrollment in the Plan, a participant may direct contributions to a selection of investments with the trustee of the Plan. Participants may change the allocation of their account in the different funds and other investments at any time.

Distributions: Upon retirement, disability, or death, a participant or beneficiary may receive the entire amount credited to the participant's account under various distribution options as defined by the plan. Required minimum distributions must begin within a prescribed period after the participant attains the age designated by the current U.S. Internal Revenue Code. On termination of service, the participant's vested balance will be paid to the participant in any manner permitted by the Plan and agreed-upon by the participant and Plan administrator. If the participant's account balance is less than the designated amount defined in the plan that is subject to IRC limitations, the account may be distributed on behalf of the participant without participant agreement. In service distributions are permitted from certain funds for a participant meeting age requirements defined in the plan, for hardship reasons or disability.

Forfeitures: Forfeitures shall be used to reduce contributions required of the employer, pay Plan expenses, or as employer profit-sharing contributions. The plan administrator will allocate participant forfeitures, including earnings, no later than the last day of the plan year following the plan year in which the forfeiture occurs. The balance of the forfeiture account, included in investment assets, was \$715 and \$-0- at December 31, 2023 and 2022, respectively. During 2023 and 2022, no forfeitures were used to pay employer matching contributions or profit sharing contributions. During 2023 and 2022, forfeitures of \$501 and \$-0- were used to pay Plan expenses, respectively.

NOTE B--SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect the reported amount of assets and liabilities and changes therein and disclosures of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

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

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

Notes Receivable from Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. No allowance for credit losses is recorded as loans are fully secured by the participants' accounts. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document. Principal and interest is paid ratably through payroll deductions.

Payment of Benefits: Benefits are recorded when paid.

Expenses: Certain expenses of maintaining the Plan are paid either by the Plan or the Plan Sponsor. Expenses that are paid directly by the Plan Sponsor are excluded from these financial statements. Any funds received from the Plan Sponsor in the Plan to pay plan expenses have been netted against the investment and administrative fees on these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included with investment expenses.

NOTE C--INVESTMENTS

During 2023 and 2022, Plan investments of \$2,291,600 and \$1,434,462, respectively, were held in a selection of mutual funds with Mid Atlantic Trust Company as custodian and Plan trustee for Paychex, the Plan third party administrator and recordkeeper. Certain information related to investments disclosed in the accompanying financial statements and ERISA-required supplemental schedule, including investments held at December 31, 2023 and 2022, and net appreciation (depreciation) in fair value of investments, interest and dividends, for the years ended December 31, 2023 and 2022 was obtained by management and agreed to or derived from information certified as complete and accurate by Mid Atlantic Trust Company, the custodian for the Plan.

NOTE D--FAIR VALUE MEASUREMENTS

Certain Plan investments are reported at fair value in the accompanying Statements of Net Assets Available for Benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs are unobservable and have the lowest priority. Next, Level 2 inputs are used when identical assets cannot be identified, but quoted prices for similar assets in active markets are available. Level 3 inputs were only used when Level 1 or Level 2 inputs were not available. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments.

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

Mutual Funds - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

The following table sets forth, by level within the fair value hierarchy, the Plan's investments at fair value:

	<u>Assets at Fair Value as of December 31, 2023</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	<u>\$2,291,600</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$2,291,600</u>
Totals	<u>\$2,291,600</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$2,291,600</u>

	<u>Assets at Fair Value as of December 31, 2022</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	<u>\$1,434,462</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,434,462</u>
Totals	<u>\$1,434,462</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,434,462</u>

NOTE E--PLAN STATUS

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

NOTE F--TAX STATUS

The Plan is qualified under the appropriate section of the Internal Revenue Code (IRC) and, accordingly, the Plan's net investment income is exempt from income taxes. The Plan operates under the Prototype Plan of its trustees. An Advisory opinion dated August 31, 2020 has been obtained for the Prototype Plan. Although the Plan has been amended since receiving the advisory opinion, the Plan administrator believes that the Plan is designed, and currently being operated, in compliance with the

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

applicable requirements of the IRC and, therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan has concluded that, as of December 31, 2023, there are no uncertain tax positions taken, or expected to be taken that would require recognition of a liability (or asset) or that would require disclosure in the financial statements.

The Plan is subject to routine audits by taxing jurisdictions. However, currently, no audits for any tax periods are in progress.

NOTE G--TRANSACTIONS WITH PARTIES-IN-INTEREST

The Plan invests in mutual funds managed by the Plan's custodian, as defined by the Plan, therefore, these transactions qualify as party-in-interest transactions. Notes receivable from Plan participants and the related interest income are also considered party-in-interest transactions.

Administrative fees related to the administration of the Plan are paid by the Plan or the Plan Sponsor. During 2023 and 2022, forfeitures of \$501 and \$-0-, respectively, were used to pay Plan expenses. No forfeitures were used to pay employer matching contributions or profit-sharing contributions.

Other administrative expenses, including the audit fee, were paid by the Plan Sponsor. The Plan Sponsor has the option, but not the obligation, to pay any of the Plan's administrative expenses. The payments received from the employer for this purpose and these expenses are not included in these financial statements. In addition, certain administrative functions are performed by officers or employees of the Plan Sponsor for which the officer or employee receives no compensation from the Plan nor is the Plan charged by the Plan Sponsor for these services. ch the officer or employee receives no compensation from the Plan nor is the Plan charged by the Plan Sponsor for these services. an charged by the Plan Sponsor for these services.

NOTE H--RECONCILIATION OF FINANCIAL STATEMENTS TO
FORM 5500 OF THE U.S. DEPARTMENT OF LABOR

The following is a reconciliation of the net assets available for benefits per the financial statements to Form 5500 as of December 31, 2023 and 2022.

	<u>2023</u>	<u>2022</u>
Net assets available for benefits per the financial statements	\$2,354,830	\$1,460,716
Contributions Receivable	<u>(3,509)</u>	<u>(7,255)</u>
Net assets available for benefits per Form 5500	<u>\$2,351,321</u>	<u>\$1,453,461</u>

NOTES TO FINANCIAL STATEMENTS--Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

The following is a reconciliation of net change in net assets per the financial statements to Form 5500 for the years ended December 31, 2023 and 2022.

	<u>2023</u>	<u>2022</u>
Change in net assets available for		
benefits per the financial statements	\$ 894,114	\$ (55,278)
Contributions Receivable change	3,746	(5,777)
Rounding	<u>1</u>	<u>-</u>
Change in net assets available for		
benefits per Form 5500	<u>\$ 897,861</u>	<u>\$ (61,055)</u>

NOTE I--CORRECTION OF OPERATIONAL ERROR

During 2022, it was determined that some participants' deferrals were not remitted and that some participants' compensation was erroneously excluded from eligible wages. As such, employee contributions and associated employer match adjustments are required. The estimated corrective contribution receivable was recorded for these amounts in 2022. Total corrective contributions of \$7,260 were funded into the Plan in 2023.

NOTE J--RISKS AND UNCERTAINTIES

The Plan invests in various 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 participants' account balances and the amounts reported in the Statement of Net Assets Available for Benefits.

NOTE K--SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 10, 2024, the date which the financial statements were available to be issued.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

PLAN SPONSOR: EARNHEART OIL INC.

EIN: 73-1337765

PLAN NO: 001

EARNHEART OIL INC 401(K) PROFIT SHARING PLAN AND TRUST

Calendar Year 2023

Form 5500, Schedule H, Item 4i

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value	
* Funds Invested thru Mid-Atlantic Trust Company	Participant-Directed Funds: Mutual Funds:			
	Federated Hermes Trust for U.S. Treasury Obligations IS	\$	42,272	
	Invesco Comstock Fund Class R6		153,927	
	Alger Capital Appreciation Fund Class Z		142,372	
	Delaware Small Cap Value Fund Class R6		23,662	
	DWS RREEF Real Estate Securities Fund - Class R6		19,291	
	Janus Henderson Triton Fund Class N		28,821	
	JPMorgan U.S. Small Company Fund Class R6		102,950	
	JPMorgan U.S. Equity Fund Class R6		125,085	
	Vanguard Mid-Cap Index Fund Admiral Shares		49,174	
	Vanguard Small-Cap Index Fund Admiral Shares		48,796	
	Vanguard 500 Index Fund Admiral Shares		74,023	
	Federated Hermes International Leaders Fund Class R6 Shares		17,297	
	Vanguard Developed Markets Index Fund Admiral Shares		25,653	
	Virtus SGA Emerging Markets Equity Fund Class R6		68,114	
	BlackRock High Yield Bond Portfolio Class K		58,427	
	JPMorgan Core Bond Fund Class R6		51,099	
	PIMCO Real Return Fund Class I-2		9,804	
	Pioneer Bond Fund Class K		19,963	
	American Century Strategic Allocation: Moderate Fund R6 Class		56,058	
	T. Rowe Price Retirement I 2005 Fund I Class		47,486	
	T. Rowe Price Retirement I 2015 Fund I Class		5,957	
	T. Rowe Price Retirement I 2020 Fund I Class		45,869	
	T. Rowe Price Retirement I 2025 Fund I Class		179,235	
	T. Rowe Price Retirement I 2030 Fund I Class		49,019	
	T. Rowe Price Retirement I 2065 Fund I Class		9,822	
	T. Rowe Price Retirement I 2035 Fund I Class		323,032	
	T. Rowe Price Retirement I 2040 Fund I Class		67,000	
	T. Rowe Price Retirement I 2060 Fund I Class		31,921	
	T. Rowe Price Retirement I 2055 Fund I Class		50,680	
	T. Rowe Price Retirement I 2050 Fund I Class		180,393	
	T. Rowe Price Retirement I 2045 Fund I Class		184,398	
			2,291,600	
* Participant Loans	Maturities From 9/24/2024 To 3/3/2028 at an Interest Rates Ranging from 5.25% to 9.50%		59,721	
			<u>\$ 2,351,321</u>	

See Independent Auditor's Report
and Notes to Financial Statements.

**EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST**

**Financial Statements and
Supplemental Schedule**

December 31, 2023

Financial Statements and
Supplemental Schedule

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

Financial Statements

Independent Auditor's Report.	1
Statements of Net Assets	
Available for Benefits.	5
Statement of Changes in Net Assets	
Available for Benefits.	6
Notes to Financial Statements	7

Supplemental Schedule

Assets Held for Investment Purposes	13
---	----



Smith Carney PC
Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Trustees of
Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust
Marshall, Oklahoma

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

We have performed an audits of the accompanying financial statements of Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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 statement of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audit of Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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 audit 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 a certification from a qualified institution as of and for the years ended December 31, 2023 and 2022, stating that the certified investment information, as described in Note C to the financial statements, is complete and accurate.

Opinion

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

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

Oklahoma City 5100 N. Brookline Ave., Ste. 5100 Oklahoma City, OK 73112 | P (405) 272-1040 | F (405) 235-6180
Ardmore 5 S. Commerce Ave., Ste. 33 Ardmore, OK 73401 | P (580) 226-1227 | F (580) 226-1229

www.smithcarney.com | Smith, Carney & Co., P.C.

Member American Institute of Certified Public Accountants | PCAOB Registered Firm

Basis for Opinion

We conducted our audit 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 Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a) (3) (C) audit opinion.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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.

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 Earnheart Oil Inc. 401(k) Profit Sharing Plan & 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 Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter—Supplemental Schedules Required by ERISA

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

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

In our opinion—

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

Smith, Carney & Co. P.C.

Oklahoma City, Oklahoma
October 10, 2024

STATEMENTS OF NET ASSETS
AVAILABLE FOR BENEFITS

EARNHEART OIL INC 401(K) PROFIT
SHARING PLAN AND TRUST

	December 31,	
	2023	2022
<u>ASSETS</u>		
Investments at fair value	\$ 2,291,600	\$ 1,434,462
Contributions receivable:		
Employee contributions	1,932	494
Employer match	1,577	1,149
Employer corrective	-	5,612
Notes receivable from participants	59,721	18,999
	<u>2,354,830</u>	<u>1,460,716</u>
TOTAL ASSETS		
	<u>2,354,830</u>	<u>1,460,716</u>
 NET ASSETS AVAILABLE FOR BENEFITS	 <u>\$ 2,354,830</u>	 <u>\$ 1,460,716</u>

See Independent Auditor's Report
and Notes to Financial Statements.

STATEMENT OF CHANGES IN NET ASSETS
AVAILABLE FOR BENEFITS

EARNHEART OIL INC 401(K) PROFIT
SHARING PLAN AND TRUST

	For the Year Ended December 31,	
	2023	2022
<u>ADDITIONS TO NET ASSETS</u>		
<u>ATTRIBUTED TO:</u>		
Investment Income:		
Net appreciation (depreciation) in fair value of Investments	\$ 233,013	\$ (343,236)
Interest and Dividends	78,932	77,858
	311,945	(265,378)
Less: Investment expenses	(10,853)	(811)
	301,092	(266,189)
Interest income on notes receivable from participants	2,435	466
Contributions:		
Employer	219,410	121,629
Employer corrective	1,648	5,612
Employee	249,259	114,245
Employee rollovers	187,118	11,661
	657,435	253,147
 TOTAL ADDITIONS	 960,962	 (12,576)
<u>DEDUCTIONS FROM NET ASSETS</u>		
<u>ATTRIBUTED TO:</u>		
Benefits paid to participants	53,233	33,631
Administrative expenses	13,615	9,071
 TOTAL DEDUCTIONS	 66,848	 42,702
 NET INCREASE	 894,114	 (55,278)
<u>NET ASSETS AVAILABLE FOR BENEFITS</u>		
<u>AT BEGINNING OF YEAR</u>	1,460,716	1,515,994
 <u>NET ASSETS AVAILABLE FOR BENEFITS</u>		
<u>AT END OF YEAR</u>	\$ 2,354,830	\$ 1,460,716

See Independent Auditor's Report
and Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

NOTE A--DESCRIPTION OF PLAN

The following brief description of Earnheart Oil Inc. 401(k) Profit Sharing Plan & Trust is provided for general information purposes only. Participants should refer to the Plan Agreement for more complete information.

General: The Plan was established January 1, 2014. The latest Plan amendment and restatement was effective January 1, 2023. The Plan is a defined contribution plan covering all employees of Earnheart Oil, Inc. (the "Plan Sponsor") 21 years of age or older, and completion of 30 days of service. Non-resident aliens nor union employees are not eligible to participate in the plan. Employees have the option to decrease or increase deferral rates at any time. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Eligible employees may defer up to 90% percent of their eligible compensation, as defined by the plan, as pre-tax or after-tax (Roth) contributions for the plan year. Such maximum contributions are subject to limitations imposed by the Internal Revenue Code (IRC). Participants over the age of 50 may make additional catchup deferrals.

Effective January 1, 2023, the Plan has an automatic enrollment feature. An employee hired after this date is automatically enrolled for a pre-tax deferral at a 3% rate of the employee's compensation. Their contributions are invested in a designated balanced fund based on age until changed by the participant. Participants automatic enrollment deferral rate will increase by 1% on the first day of each plan year after initial enrollment until it reaches a 6% maximum.

Employees are eligible to receive a matching safe harbor contribution that will commence for the payroll period immediately following satisfaction of eligibility requirements. The Plan Sponsor made matching contributions of 100% of the employees' elective deferrals up to 5% of the employee's compensation for 2023. Prior to the January 1, 2023 amendment, all eligible employees received a 3% Safe Harbor Non-elective employer contribution, upon satisfaction of 21 years of age and one year of service.

Each year, the Plan Sponsor may elect to make additional discretionary profit sharing contributions within the limits of the IRC for eligible employees who have completed 1,000 hours in the current plan year and are employed as of the last day of the current plan year. During the years ended December 31, 2023 and 2022, no additional discretionary profit sharing contributions were made to the Plan.

Participants may also contribute amounts representing distributions from other qualified plans (rollovers).

Participants' Accounts: Each participant's account is credited with the participant's contributions and allocation of (a) the Plan Sponsor's matching contribution, and if applicable, discretionary profit-sharing contributions, (b) Plan earnings and (c) administrative expenses that are paid by the Plan. Allocations are based on the participant's qualified compensation, account balances, or specific participant transactions as defined by the plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

Vesting: Participants are immediately vested in their voluntary contributions and actual earnings thereon. Vesting of employer matching and profit-sharing contributions are based on the participant's years of continuous service. For employer matching contributions, participants are fully vested after one year of service. For profit-sharing contributions, a participant vests 20% in the Plan for each year of continuous service starting in the second year through the sixth year and is fully vested in the sixth year of service. Participants are 100% vested upon death or disability.

Notes Receivable from Participants: Participants may borrow from their vested account balances with interest rates, terms and minimum and maximum loan balances in accordance with the Plan document. The loans are secured by the balance in the participants' account. Principal and interest are paid ratably through payroll deductions. A participant loan is considered to be in default and/or past due when payments have ceased prior to being repaid-in-full.

Investment Options: Upon enrollment in the Plan, a participant may direct contributions to a selection of investments with the trustee of the Plan. Participants may change the allocation of their account in the different funds and other investments at any time.

Distributions: Upon retirement, disability, or death, a participant or beneficiary may receive the entire amount credited to the participant's account under various distribution options as defined by the plan. Required minimum distributions must begin within a prescribed period after the participant attains the age designated by the current U.S. Internal Revenue Code. On termination of service, the participant's vested balance will be paid to the participant in any manner permitted by the Plan and agreed-upon by the participant and Plan administrator. If the participant's account balance is less than the designated amount defined in the plan that is subject to IRC limitations, the account may be distributed on behalf of the participant without participant agreement. In service distributions are permitted from certain funds for a participant meeting age requirements defined in the plan, for hardship reasons or disability.

Forfeitures: Forfeitures shall be used to reduce contributions required of the employer, pay Plan expenses, or as employer profit-sharing contributions. The plan administrator will allocate participant forfeitures, including earnings, no later than the last day of the plan year following the plan year in which the forfeiture occurs. The balance of the forfeiture account, included in investment assets, was \$715 and \$-0- at December 31, 2023 and 2022, respectively. During 2023 and 2022, no forfeitures were used to pay employer matching contributions or profit sharing contributions. During 2023 and 2022, forfeitures of \$501 and \$-0- were used to pay Plan expenses, respectively.

NOTE B--SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect the reported amount of assets and liabilities and changes therein and disclosures of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

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

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

Notes Receivable from Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. No allowance for credit losses is recorded as loans are fully secured by the participants' accounts. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document. Principal and interest is paid ratably through payroll deductions.

Payment of Benefits: Benefits are recorded when paid.

Expenses: Certain expenses of maintaining the Plan are paid either by the Plan or the Plan Sponsor. Expenses that are paid directly by the Plan Sponsor are excluded from these financial statements. Any funds received from the Plan Sponsor in the Plan to pay plan expenses have been netted against the investment and administrative fees on these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included with investment expenses.

NOTE C--INVESTMENTS

During 2023 and 2022, Plan investments of \$2,291,600 and \$1,434,462, respectively, were held in a selection of mutual funds with Mid Atlantic Trust Company as custodian and Plan trustee for Paychex, the Plan third party administrator and recordkeeper. Certain information related to investments disclosed in the accompanying financial statements and ERISA-required supplemental schedule, including investments held at December 31, 2023 and 2022, and net appreciation (depreciation) in fair value of investments, interest and dividends, for the years ended December 31, 2023 and 2022 was obtained by management and agreed to or derived from information certified as complete and accurate by Mid Atlantic Trust Company, the custodian for the Plan.

NOTE D--FAIR VALUE MEASUREMENTS

Certain Plan investments are reported at fair value in the accompanying Statements of Net Assets Available for Benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs are unobservable and have the lowest priority. Next, Level 2 inputs are used when identical assets cannot be identified, but quoted prices for similar assets in active markets are available. Level 3 inputs were only used when Level 1 or Level 2 inputs were not available. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments.

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

Mutual Funds - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

The following table sets forth, by level within the fair value hierarchy, the Plan's investments at fair value:

	<u>Assets at Fair Value as of December 31, 2023</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	<u>\$2,291,600</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$2,291,600</u>
Totals	<u>\$2,291,600</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$2,291,600</u>

	<u>Assets at Fair Value as of December 31, 2022</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	<u>\$1,434,462</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,434,462</u>
Totals	<u>\$1,434,462</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,434,462</u>

NOTE E--PLAN STATUS

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

NOTE F--TAX STATUS

The Plan is qualified under the appropriate section of the Internal Revenue Code (IRC) and, accordingly, the Plan's net investment income is exempt from income taxes. The Plan operates under the Prototype Plan of its trustees. An Advisory opinion dated August 31, 2020 has been obtained for the Prototype Plan. Although the Plan has been amended since receiving the advisory opinion, the Plan administrator believes that the Plan is designed, and currently being operated, in compliance with the

NOTES TO FINANCIAL STATEMENTS-Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

applicable requirements of the IRC and, therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan has concluded that, as of December 31, 2023, there are no uncertain tax positions taken, or expected to be taken that would require recognition of a liability (or asset) or that would require disclosure in the financial statements.

The Plan is subject to routine audits by taxing jurisdictions. However, currently, no audits for any tax periods are in progress.

NOTE G--TRANSACTIONS WITH PARTIES-IN-INTEREST

The Plan invests in mutual funds managed by the Plan's custodian, as defined by the Plan, therefore, these transactions qualify as party-in-interest transactions. Notes receivable from Plan participants and the related interest income are also considered party-in-interest transactions.

Administrative fees related to the administration of the Plan are paid by the Plan or the Plan Sponsor. During 2023 and 2022, forfeitures of \$501 and \$-0-, respectively, were used to pay Plan expenses. No forfeitures were used to pay employer matching contributions or profit-sharing contributions.

Other administrative expenses, including the audit fee, were paid by the Plan Sponsor. The Plan Sponsor has the option, but not the obligation, to pay any of the Plan's administrative expenses. The payments received from the employer for this purpose and these expenses are not included in these financial statements. In addition, certain administrative functions are performed by officers or employees of the Plan Sponsor for which the officer or employee receives no compensation from the Plan nor is the Plan charged by the Plan Sponsor for these services. ch the officer or employee receives no compensation from the Plan nor is the Plan charged by the Plan Sponsor for these services. an charged by the Plan Sponsor for these services.

NOTE H--RECONCILIATION OF FINANCIAL STATEMENTS TO
FORM 5500 OF THE U.S. DEPARTMENT OF LABOR

The following is a reconciliation of the net assets available for benefits per the financial statements to Form 5500 as of December 31, 2023 and 2022.

	<u>2023</u>	<u>2022</u>
Net assets available for benefits per the financial statements	\$2,354,830	\$1,460,716
Contributions Receivable	<u>(3,509)</u>	<u>(7,255)</u>
Net assets available for benefits per Form 5500	<u>\$2,351,321</u>	<u>\$1,453,461</u>

NOTES TO FINANCIAL STATEMENTS--Continued

EARNHEART OIL INC. 401(k) PROFIT
SHARING PLAN AND TRUST

December 31, 2023

The following is a reconciliation of net change in net assets per the financial statements to Form 5500 for the years ended December 31, 2023 and 2022.

	<u>2023</u>	<u>2022</u>
Change in net assets available for		
benefits per the financial statements	\$ 894,114	\$ (55,278)
Contributions Receivable change	3,746	(5,777)
Rounding	<u>1</u>	<u>-</u>
Change in net assets available for		
benefits per Form 5500	<u>\$ 897,861</u>	<u>\$ (61,055)</u>

NOTE I--CORRECTION OF OPERATIONAL ERROR

During 2022, it was determined that some participants' deferrals were not remitted and that some participants' compensation was erroneously excluded from eligible wages. As such, employee contributions and associated employer match adjustments are required. The estimated corrective contribution receivable was recorded for these amounts in 2022. Total corrective contributions of \$7,260 were funded into the Plan in 2023.

NOTE J--RISKS AND UNCERTAINTIES

The Plan invests in various 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 participants' account balances and the amounts reported in the Statement of Net Assets Available for Benefits.

NOTE K--SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 10, 2024, the date which the financial statements were available to be issued.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

PLAN SPONSOR: EARNHEART OIL INC.

EIN: 73-1337765

PLAN NO: 001

EARNHEART OIL INC 401(K) PROFIT SHARING PLAN AND TRUST

Calendar Year 2023

Form 5500, Schedule H, Item 4i

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value	
* Funds Invested thru Mid-Atlantic Trust Company	Participant-Directed Funds: Mutual Funds:			
	Federated Hermes Trust for U.S. Treasury Obligations IS	\$	42,272	
	Invesco Comstock Fund Class R6		153,927	
	Alger Capital Appreciation Fund Class Z		142,372	
	Delaware Small Cap Value Fund Class R6		23,662	
	DWS RREEF Real Estate Securities Fund - Class R6		19,291	
	Janus Henderson Triton Fund Class N		28,821	
	JPMorgan U.S. Small Company Fund Class R6		102,950	
	JPMorgan U.S. Equity Fund Class R6		125,085	
	Vanguard Mid-Cap Index Fund Admiral Shares		49,174	
	Vanguard Small-Cap Index Fund Admiral Shares		48,796	
	Vanguard 500 Index Fund Admiral Shares		74,023	
	Federated Hermes International Leaders Fund Class R6 Shares		17,297	
	Vanguard Developed Markets Index Fund Admiral Shares		25,653	
	Virtus SGA Emerging Markets Equity Fund Class R6		68,114	
	BlackRock High Yield Bond Portfolio Class K		58,427	
	JPMorgan Core Bond Fund Class R6		51,099	
	PIMCO Real Return Fund Class I-2		9,804	
	Pioneer Bond Fund Class K		19,963	
	American Century Strategic Allocation: Moderate Fund R6 Class		56,058	
	T. Rowe Price Retirement I 2005 Fund I Class		47,486	
	T. Rowe Price Retirement I 2015 Fund I Class		5,957	
	T. Rowe Price Retirement I 2020 Fund I Class		45,869	
	T. Rowe Price Retirement I 2025 Fund I Class		179,235	
	T. Rowe Price Retirement I 2030 Fund I Class		49,019	
	T. Rowe Price Retirement I 2065 Fund I Class		9,822	
	T. Rowe Price Retirement I 2035 Fund I Class		323,032	
	T. Rowe Price Retirement I 2040 Fund I Class		67,000	
	T. Rowe Price Retirement I 2060 Fund I Class		31,921	
	T. Rowe Price Retirement I 2055 Fund I Class		50,680	
	T. Rowe Price Retirement I 2050 Fund I Class		180,393	
	T. Rowe Price Retirement I 2045 Fund I Class		184,398	
			2,291,600	
* Participant Loans	Maturities From 9/24/2024 To 3/3/2028 at an Interest Rates Ranging from 5.25% to 9.50%		59,721	
			<u>\$ 2,351,321</u>	

See Independent Auditor's Report
and Notes to Financial Statements.