

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

Part II	Basic Plan Information—enter all requested information
1a	Name of plan GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 03/16/2001
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) GCC DACOTAH, INC. P.O. BOX 360 RAPID CITY, SD 57709-0360
2b	Employer Identification Number (EIN) 46-0460381
2c	Plan Sponsor's telephone number 605-721-7100
2d	Business code (see instructions) 327300

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	KALEIGH BARNARD
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 220
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) 37 6a(2) 34 6b 134 6c 42 6d 210 6e 9 6f 219 6g(1) 6g(2) 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7

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

1A 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
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

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

b General Schedules

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

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

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

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

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

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

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 GCC DACOTAH, INC.	D Employer Identification Number (EIN) 46-0460381	

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

(a) Name of insurance carrier
EMPOWER ANNUITY INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-1050034	93629	017503	219	01/01/2023	12/31/2023

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end	4	
5 Current value of plan's interest under this contract in separate accounts at year end.....	5	14455827

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year.....	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	0
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c Additions: (1) Contributions deposited during the year	7c(1)		
	7c(2)		
	7c(3)		
	7c(4)		
	7c(5)		

(5) Other (specify below)

(6) Total additions	7c(6)	0
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d Total of balance and additions (add lines 7b and 7c(6))	7d	0
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)		
	7e(2)		
	7e(3)		
	7e(4)		

(4) Other (specify below)

(5) Total deductions	7e(5)	0
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	0
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Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
Round off amounts to nearest dollar.	
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN	B Three-digit plan number (PN) 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF GCC DACOTAH, INC.	D Employer Identification Number (EIN) 46-0460381
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I	Basic Information			
1	Enter the valuation date: Month 01 Day 01 Year 2023			
2	Assets:			
a	Market value	2a	22582269	
b	Actuarial value	2b	24840495	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a	For retired participants and beneficiaries receiving payment	139	14941506	14941506
b	For terminated vested participants	44	2433339	2433339
c	For active participants	37	6973039	7462194
d	Total	220	24347884	24837039
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a	Funding target disregarding prescribed at-risk assumptions	4a		
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	5.26 %	
6	Target normal cost			
a	Present value of current plan year accruals	6a	550984	
b	Expected plan-related expenses	6b	280000	
c	Target normal cost	6c	830984	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	Signature of actuary ERIC PERS Type or print name of actuary EMPOWER Firm name 280 TRUMBULL STREET HARTFORD, CT 06103 Address of the firm	08/12/2024 Date 23-08115 Most recent enrollment number 303-737-6275 Telephone number (including area code)
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Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	162785
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	162785
10 Interest on line 9 using prior year's actual return of <u>-17.32</u> %	0	-28194
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		1433173
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.43</u> %		77821
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		1510994
d Portion of (c) to be added to prefunding balance		1510994
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	1645585

Part III Funding Percentages

14 Funding target attainment percentage	14	93.38 %
15 Adjusted funding target attainment percentage	15	100.01 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	106.76 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
09/29/2023	250000				
12/22/2023	250000				
03/28/2024	250000				
06/28/2024	250000				
Totals ►			18(b)	1000000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	944738

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost
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21 Discount rate:			
a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %
	☐ N/A, full yield curve used		
b Applicable month (enter code).....	21b	0	
22 Weighted average retirement age	22	63	
23 Mortality table(s) (see instructions)	☐ Prescribed - combined	☒ Prescribed - separate	☐ Substitute

Part VI	Miscellaneous Items
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24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26 Demographic and benefit information		
a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...	☐ Yes	☒ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27	

Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years
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28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII	Minimum Required Contribution For Current Year
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31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6c).....	31a	830984	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....	34	830984	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	830984	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	944738	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	113754	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX	Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)
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41 If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☐ 2020 ☒ 2021
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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 GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 GCC DACOTAH, INC.	D Employer Identification Number (EIN) 46-0460381

Part I

Service Provider Information (see instructions)

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

1

Information on Persons Receiving Only Eligible Indirect Compensation

- a

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

X

YesNo
- b

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

(b)	Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
EMPOWER ANNUITY INSURANCE COMPANY	
06-1050034	

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

(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)

EMPOWER ANNUITY INSURANCE COMPANY

06-1050034

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 28	NONE	127339	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

COOK STREET CONSULTING, INC

5299 DTC BLVD. STE. 1000
GREENWOOD VILLAGE, CO 80111

(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	NONE	15593	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:

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

A Name of plan <u>GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN</u>	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>GCC DACOTAH, INC.</u>	D Employer Identification Number (EIN) <u>46-0460381</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>DRYDEN S&P 500 INDEX</u>		
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY</u>		
c EIN-PN <u>06-1050034-123</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>7036586</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>INTERNATIONAL BLEND/WELLINGTON</u>		
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY</u>		
c EIN-PN <u>06-1050034-349</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>4363590</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>INTERNATIONAL BOND PLUS/PIMCO</u>		
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY</u>		
c EIN-PN <u>06-1050034-790</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>98104</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRUDENTIAL SHORT-TERM</u>		
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY</u>		
c EIN-PN <u>06-1050034-041</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>702268</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>CORE PLUS BOND / PGIM FUND</u>		
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY</u>		
c EIN-PN <u>06-1050034-299</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1148520</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>SMALL CAP VALUE/VICTORY FUND</u>		
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY</u>		
c EIN-PN <u>06-1050034-701</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1106759</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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 GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 GCC DACOTAH, INC.		
D Employer Identification Number (EIN) 46-0460381		

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	15062062	14455827
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	7016070	10721996
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	22078132	25177823
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	22078132	25177823

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)	1000000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1000000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(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)	267904	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		267904
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		2350794
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		989802
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		4608500

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1216837	
(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)		1216837
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees.....	2i(2)	127339	
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	15593	
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	149040	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		291972
j Total expenses. Add all expense amounts in column (b) and enter total	2j		1508809

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		3099691
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: **BROCK AND COMPANY CPAS P.C.**

(2) EIN: **84-0930288**

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?	☒		2000000
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 520785.

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

A Name of plan GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 GCC DACOTAH, INC.	D Employer Identification Number (EIN) 46-0460381

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 22-1211670 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	1

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? If the plan is a defined benefit plan, go to line 8.	☐ Yes ☐ No ☒ N/A
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.	
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a
b Enter the amount contributed by the employer to the plan for this plan year	6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c
If you completed line 6c, skip lines 8 and 9.	
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes ☐ No ☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes ☐ No ☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase ☐ Decrease ☐ Both ☒ No
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Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
---------	--

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

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

Schedule R (Form 5500) 2023
v. 230707

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No	
21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).	
☐ Design-based safe harbor method	
☐ "Prior year" ADP test	
☐ "Current year" ADP test	
☐ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter <u>03 / 30 / 2018</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>J501167A</u> .	



GCC Dacotah, Inc. Defined Benefit Pension Plan

Independent Auditor's Report and Financial Statements

December 31, 2023 and 2022

GCC Dacotah, Inc. Defined Benefit Pension Plan

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Independent Auditor's Report

To the Plan Administrator of the
GCC Dacotah, Inc. Defined Benefit Pension Plan:

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

We have performed audits of the financial statements of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C) ("ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained certifications from qualified institutions as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 5 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of 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 the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

In our opinion

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

Brook and Company CPAs P.C.

Certified Public Accountants

Boulder, Colorado
October 11, 2024

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statements of Net Assets Available for Benefits

December 31,	2023	2022
ASSETS		
Investments, at fair value (Notes 2 and 4):		
Pooled separate accounts	\$ 14,455,827	\$ 15,062,062
Mutual funds	10,721,996	<u>7,016,070</u>
Total investments	25,177,823	22,078,132
Employer contributions receivable	500,000	<u>500,000</u>
Net assets available for benefits	\$ 25,677,823	<u>\$ 22,578,132</u>

The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statement of Changes in Net Assets Available for Benefits

Year ended December 31,

2023

Additions to (deductions from) net assets attributed to:

Investment income (Note 2):

Net appreciation in fair value of investments	\$ 2,941,690
Interest, dividends, and other	<u>666,810</u>

Total investment income	<u>3,608,500</u>
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Employer contributions	<u>1,000,000</u>
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Payments:

Distributions to participants	(1,216,837)
Administrative expenses	<u>(291,972)</u>

Total payments	<u>(1,508,809)</u>
-----------------------	---------------------------

Net increase in net assets available for benefits	3,099,691
--	------------------

Net assets available for benefits, beginning of year	<u>22,578,132</u>
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Net assets available for benefits, end of year	<u><u>\$ 25,677,823</u></u>
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The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

The following description of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan") provides only general information. Participants and all others should refer to the Plan document for a more complete description of the Plan's provisions.

General. The Plan is a defined benefit pension plan that was established by GCC Dacotah, Inc. (the "Company", "Employer", "Plan Sponsor", or "Plan Administrator") on March 16, 2001. The Plan covers (a) non-union employees of the Company that were first hired or rehired on or before September 30, 2008 and (b) union employees that were first hired or rehired on or before December 31, 2008. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Plan is administered by the Company's Investment Committee ("Committee"). The Committee has overall responsibility for the operation and administration of the Plan. The Committee determines the appropriateness of the Plan's investment offerings and monitors investment performance.

Empower's Acquisition of Prudential's Retirement Business. Effective April 1, 2022, Empower Annuity Insurance Company of America ("EAICA"), the parent company of Empower Retirement, LLC ("Empower"), acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.: Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, FSB. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Plan Amendments. On August 17, 2023, the Plan Sponsor elected two changes in accordance with the Setting Every Community Up for Retirement Enhancement Act 2.0 ("SECURE Act 2.0") as follows:

- The maximum dollar amount for involuntary cash out distributions and automatic IRA rollovers under the Plan was increased to \$7,000. This change will be effective for distributions made after December 31, 2023.
- The Plan's Required Beginning Date ("RBD") provisions were updated to be age 73 for Required Minimum Distributions ("RMDs") made on or after January 1, 2023 and age 75 for RMDs made on or after January 1, 2033.

Funding Policy. The Plan's funding policy is for the Company to contribute an amount which will meet or exceed the annual ERISA minimum funding requirement. Such minimum funding requirement is actuarially determined using various actuarial methods and assumptions including the unit credit actuarial cost method. During 2023, the Company made contributions of \$1,000,000. The Company's contributions for 2023 exceeded the minimum funding requirements of ERISA.

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA (see Note 6).

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

Pension Benefits. Participants with three or more years of service are entitled to normal retirement pension benefits at their normal retirement date (later of age 65 or the third anniversary of the first day of the Plan year in which the participant commenced participation in the Plan) equal to 1.3% of the average compensation (the average monthly compensation received during the highest 36 consecutive calendar months during the last 72 calendar months immediately preceding separation from service) multiplied by the participant's years of accrual service. Amounts accrued prior to April 1, 2008 (for non union employees) and October 1, 2009 (for union employees) will be adjusted for an improvement factor, as defined. No years of accrual service shall be credited to non union employees after September 30, 2008. The Plan provides for an early retirement date (the first day of the month coincident with or following the later of attainment of age 62 or the completion of 3 years of credited service) and an early retirement benefit. The early retirement benefit is equal to the participant's accrued benefit, as defined. If the early retirement benefit commences prior to the participant's normal retirement date, it will be reduced to reflect the earlier commencement of benefits. If a participant terminates prior to completion of three years of service, they forfeit the right to receive their actuarially determined accrued benefit. Participants whose present value of pension benefits is less than \$5,000 will receive the value of their accrued benefit as a lump-sum distribution or direct rollover to an IRA. The Plan provides for the following forms of distribution: (a) qualified joint and survivor annuity, (b) life annuity, (c) life annuity with certain term, and (d) joint and survivor annuity.

Death and Disability Benefits. In the event of a participant's death, the participant's beneficiary will receive a benefit equal to the actuarial equivalent of the participant's nonforfeitable accrued benefit. In the event of a participant's disability while employed by the Employer, the participant will be entitled to receive a benefit equal to the actuarial equivalent of their nonforfeitable accrued benefit payable at their normal retirement date.

Note 2 – Summary of Significant Accounting Policies

Basis of Accounting and Use of Estimates. The financial statements of the Plan are prepared using the accrual method of accounting. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition. The Plan's 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 Committee determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and trustees. See Note 4 for a discussion of fair value measurements.

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

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 2 – Summary of Significant Accounting Policies (continued)

Benefit Payments. Benefits are recorded when paid.

Administrative Expenses. Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Included in administrative expenses are PBGC premiums, recordkeeping, investment management, investment advisor, and other administrative fees. Certain indirect investment related and other Plan expenses are included in investment income.

Note 3 – Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are accumulated based on employees' average compensation, as defined, and years of accrual service. The accumulated plan benefits for active employees will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included, to the extent they are deemed attributable to employee service, rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The significant actuarial assumptions used in the valuations as of December 31, 2023 and 2022, respectively, were as follows:

Life expectancy of participants

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2023)

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2022)

Retirement age assumptions

Age	Rate of Retirement	
	2023	2022
Less than 62	0%	0%
62	50%	50%
63	0%	0%
64	50%	50%
65+	100%	100%

Expected return on Plan assets

5.50% (2023)
5.50% (2022)

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 3 – Actuarial Present Value of Accumulated Plan Benefits (continued)

Discount rate	4.78% (2023)
	4.98% (2022)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. The computations of the actuarial present value of accumulated plan benefits were made as of January 1, 2024 and 2023. Had the valuations been performed as of December 31, there would be no material differences.

The Statements of Accumulated Plan Benefits as of December 31, 2023 and 2022 are as follows:

	December 31,	
	2023	2022
Actuarial present value of accumulated plan benefits		
Vested benefits		
Participants currently receiving payments	\$ 14,831,408	\$ 14,296,238
Other participants	11,645,781	11,211,033
	<u>26,477,189</u>	<u>25,507,271</u>
Nonvested benefits	506,013	467,739
Total actuarial present value of accumulated plan benefits	<u>\$ 26,983,202</u>	<u>\$ 25,975,010</u>

The Statement of Changes in Accumulated Plan Benefits for the year ended December 31, 2023 is as follows:

Actuarial present value of accumulated plan benefits at beginning of year	<u>\$ 25,975,010</u>
Increase (decrease) during the year attributable to:	
Benefits accumulated and actuarial (gain) / loss	(224,111)
Increase for interest	1,260,731
Benefits paid	(1,216,837)
Change in actuarial assumptions	1,188,409
Net increase	<u>1,008,192</u>
Actuarial present value of accumulated plan benefits at end of year	<u>\$ 26,983,202</u>

Note 4 – Fair Value Measurements

Topic ASC 820, Fair Value Measurements and Disclosures, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the authoritative guidance are described below:

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

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

Level 2 Inputs to the valuation methodology include:

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

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

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

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

The 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. These funds are required to publish their daily net asset value ("NAV") and to transact at that price. The funds held by the Plan are deemed to be actively traded.
- Pooled separate accounts ("PSAs"): Valued at the NAV of units held by the Plan at year end. The NAV, as provided by Prudential Retirement Insurance and Annuity Company ("PRIAC") and Empower Annuity Insurance Company ("EAIC"), is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the funds less their liabilities. This practical expedient is not used when it is determined to be probable that the funds will sell the investment for an amount different than the reported NAV. Investment transactions (purchases and sales) may occur daily.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while 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.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

The following tables set forth by level, within the fair value ("FV") hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Assets at Fair Value as of December 31, 2023				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 10,721,996	\$ -	\$ -	\$ 10,721,996
Total Assets in FV Hierarchy	\$ 10,721,996	\$ -	\$ -	10,721,996
Investments Measured at NAV				14,455,827
Total Assets at Fair Value				\$ 25,177,823

Assets at Fair Value as of December 31, 2022				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 7,016,070	\$ -	\$ -	\$ 7,016,070
Total Assets in FV Hierarchy	\$ 7,016,070	\$ -	\$ -	7,016,070
Investments Measured at NAV				15,062,062
Total Assets at Fair Value				\$ 22,078,132

Investments in Certain Entities that Calculate NAV per Unit. The following table as of December 31, 2023 and 2022, sets forth a summary of certain of the Plan's investments with a reported NAV:

Investment	Fair Value as of December 31,		Unfunded Commitments	Redemption Frequency	Redemption Restrictions
	2023	2022			
PSAs (a)	\$ 14,455,827	\$ 15,062,062	None	Daily	(b)

(a) The PSAs have various US stock, international stock, US bond, international bond, and short-term investment strategies.

(b) The Group Annuity Contract that provides for the PSAs requires a 15 day termination notice. Furthermore, EAIC (formerly PRIAC) may delay transfers, distributions, or disbursements if an emergency exists, by order of the SEC, and for negative cash flow if EAIC determines that liquidating investments would adversely affect remaining investors.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 5 – Certified Information

The following information disclosed in the accompanying financial statements and ERISA-required supplemental schedules was obtained by management and agreed to or derived from information certified as complete and accurate by PRIAC and EAIC, the custodians of the Plan, and Prudential Bank & Trust, FSB and Empower Trust Company, LLC, the trustees of the Plan:

- Investments, as shown in the Statements of Net Assets Available for Benefits as of December 31, 2023 and 2022;
- Investment amounts, as shown in Note 4;
- Investment income, as shown in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2023;
- The investment information in the Schedule of Assets (Held at End of Year) as of December 31, 2023, as shown in the supplemental schedules; and
- The investment information in the Schedule of Reportable Transactions for the year ended December 31, 2023, as shown in the supplemental schedules.

Note 6 – Plan Termination

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- 1) Benefits attributable to employee contributions, as applicable, taking into account those paid out before termination;
- 2) Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination;
- 3) Other vested benefits insured by the Pension Benefit Guaranty Corporation ("PBGC") up to the applicable limitations;
- 4) All other vested benefits (that is, vested benefits not insured by the PBGC); and
- 5) All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protections is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan Sponsor and the level of benefits guaranteed by the PBGC.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 7 – Tax Status

The Plan Sponsor has adopted a Plan Document Systems LLC Volume Submitter Defined Benefit Plan (“volume submitter plan”). The volume submitter plan received an advisory letter from the IRS on March 30, 2018, which stated that the volume submitter plan is qualified under the applicable sections of the Internal Revenue Code (“IRC”). Although the volume submitter plan and Plan have been amended since receiving the IRS advisory letter, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, the Plan administrator believes that the Plan is qualified under the applicable requirements of the IRC as of December 31, 2023 and 2022. Therefore, no provision for income taxes has been included in the Plan’s financial statements.

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 an uncertain tax position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2023 and 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 8 – Party-in-Interest Transactions

The Company provides to the Plan certain accounting and administrative services for which no fees are charged.

Certain Plan investments are units of pooled separate accounts offered by EAIC (formerly PRIAC). As EAIC is the custodian of the Plan, these transactions qualify as party-in-interest transactions. Fees paid for services rendered by parties-in-interest were based on customary and reasonable rates for such services.

Note 9 – Reconciliation to the Form 5500

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

	2023	2022
Net assets available for benefits		
per the financial statements	\$ 25,677,823	\$ 22,578,132
Less: Employer contributions receivable	(500,000)	(500,000)
Net assets available for benefits		
per the Form 5500 (unaudited)	<u>\$ 25,177,823</u>	<u>\$ 22,078,132</u>

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 9 – Reconciliation to the Form 5500 (continued)

The following is a reconciliation of Employer contributions per the financial statements to the Form 5500 for the year ended December 31, 2023:

	Employer Contributions
Amounts per the financial statements	\$ 1,000,000
Add: 2022 Employer contributions receivable	500,000
Less: 2023 Employer contributions receivable	(500,000)
	<u>\$ 1,000,000</u>
Amounts per the Form 5500 (unaudited)	<u>\$ 1,000,000</u>

Note 10 – Concentrations, Risks, and Uncertainties

The Plan has various investments in mutual funds and pooled separate accounts. Investment securities, in general, are exposed to various risks such as significant world events, interest rate, credit, and overall market volatility 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 the amounts reported in the statements of net assets available for benefits. As of December 31, 2023 and 2022, there were three investments which individually represented more than 10% of net assets available for Plan benefits. See supplemental Schedule of Assets (Held at End of Year) for a complete listing of investments held at December 31, 2023.

Additionally, some investments held by the Plan are invested in the securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments. Moreover, securities of many foreign companies and their markets may be less liquid and their prices more volatile than those of securities of comparable U.S. companies.

Plan contributions are made, and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Note 11 – Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 11, 2024, which is the date the financial statements were available to be issued.

GCC Dacotah, Inc. Defined Benefit Pension Plan

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

EIN: 46-0460381 PN: 001

December 31,

2023

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
Mutual Funds:			
Nationwide Fund Advisors	NationwideGenevaSmallCapGrowth	\$ 844,758	\$ 973,402
BlackRock	BlackRock High Yield Bond K	346,149	324,713
Vanguard	Vanguard Infln-Protct Secs Adm	217,552	198,498
Vanguard	Vanguard LT Invt Grade BondADM	7,667,520	7,577,209
Cohen & Steers	Cohen & Steers Global Realty I	1,728,436	1,648,174
Total Mutual Funds		10,804,415	10,721,996
Pooled Separate Accounts:			
* Empower Annuity Insurance Company	Dryden S&P 500 Index	4,580,449	7,036,586
* Empower Annuity Insurance Company	Small Cap Value/Victory Fund	977,251	1,106,759
* Empower Annuity Insurance Company	International Blend/Wellington	3,875,550	4,363,590
* Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	1,287,541	1,148,520
* Empower Annuity Insurance Company	International Bond Plus/PIMCO	101,034	98,104
* Empower Annuity Insurance Company	Prudential Short-Term	702,265	702,268
Total Pooled Separate Accounts		11,524,090	14,455,827
Total Assets (Held at End of Year)		\$ 22,328,505	\$ 25,177,823

* Represents a party-in-interest

GCC Dacotah, Inc. Defined Benefit Pension Plan

Schedule H, Line 4j: Schedule of Reportable Transactions

EIN: 46-0460381 PN: 001

Year ended December 31, 2023

(a) Identity of party involved	(b) Description of asset	(c) Purchase price	(d) Selling price	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
Empower Annuity Insurance Company	Dryden S&P 500 Index	\$ 527,051 -	\$ - 1,749,286	\$ 527,051 1,235,398	\$ 527,051 1,749,286	\$ - 513,888
Goldman Sachs	Gldmn SmCap Inst TR	- -	- 1,217,591	- 1,666,942	- 1,217,591	- (449,351)
Empower Annuity Insurance Company	Small Cap Value/Victory	1,135,797 -	- 184,788	1,135,797 167,309	1,135,797 184,788	- 17,479
Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	280,847 -	- 2,487,656	280,847 2,985,525	280,847 2,487,656	- (497,869)
Vanguard	Vanguard LT Invt Grade BondADM	4,821,576 -	- 210,971	4,821,576 233,737	4,821,576 210,971	- (22,766)
Empower Annuity Insurance Company	Prudential Short-Term	2,384,431 -	- 2,421,191	2,384,431 2,421,177	2,384,431 2,421,191	- 14

GCC Dacotah, Inc. Defined Benefit Pension Plan
EIN / PN: 46-0460381 / 001
Attachment to 2023 Schedule SB (Form 5500)
Line 22 - Description of Weighted Average Retirement Age

<u>Age</u>	<u>Probability</u>	<u>Number Retiring</u>	<u>Number Remaining</u>	<u>Result</u>
62	50.00%	0.500000	0.500000	31.000000
63	0.00%	0.000000	0.500000	0.000000
64	50.00%	0.250000	0.250000	16.000000
65	100.00%	0.250000	0.000000	16.250000
Weighted Average Retirement Age:				63.25

Actuarial methods

Under the actuarial methods described below, if all current assumptions remain constant and are realized, funding at least the minimum required contribution each year will eventually accumulate sufficient plan assets to cover the funding target. Future widening of the interest rate stabilization corridor may extend the time period for the plan to become fully funded.

Cost method

Costs have been computed in accordance with the unit credit actuarial cost method and reflect the actuarial assumptions described under "Actuarial assumptions" of this report as provided under the applicable regulations of the Pension Protection Act of 2006.

Target normal cost

The target normal cost is the present value of benefits expected to accrue during the plan year plus an estimate of the expenses to be paid from plan assets during the plan year.

Funding target and funding shortfall

The funding target is the present value of benefits accrued as of the beginning of the plan year and the funding shortfall is the excess of the funding target over the actuarial value of assets (reduced by the credit balance). The initial funding shortfall is amortized over 15 years.

In subsequent years, the funding shortfall less the present value of prior year amortization installments is amortized over 15 years, and added to any prior year amortization installments.

Segment rates are adjusted as necessary to fall within the specified corridor of the corresponding 25-year average of segment rates for the period ending September 30 of the calendar year preceding the first day of the plan year. The specified corridor is:

<u>Plan year</u>	<u>Corridor</u>
Through 2030	95% - 105%
2031	90% - 110%
2032	85% - 115%
2033	80% - 120%
2034	75% - 125%
2035 and later	70% - 130%

In the event the 25-year average of either the first, second, or third segment rate falls below 5%, the 25-year average of such rate will be deemed to be 5%.

The adjustments to fall within the specified corridor of the 25-year average of segment rates apply for determining the minimum required contribution and related funded percentages. They do not apply for determining the maximum tax deductible contribution or certain other situations.

Sponsor elections

Discount rate: Segment rates, with no lookback

Mortality table: Prescribed IRS static mortality table – separate

At-risk determination

The at-risk funding target is determined by assuming that participants eligible to retire in the current plan year and next 10 plan years retire at the earliest possible date, but not before the end of the plan year. All participants are assumed to elect the optional form resulting in the highest possible present value.

A load is added to the at-risk funding target and at-risk target normal cost when a plan is at-risk in at least two years during the preceding four years. The load increases the at-risk funding target by 4% of the not at-risk funding target plus \$700 per participant, and increases the at-risk target normal cost by 4% of the not at-risk target normal cost.

The funding target and target normal cost are calculated by multiplying the not at-risk values by 100% minus the phase-in percentage, plus the at-risk values multiplied by the phase-in percentage.

Credit balance

The credit balance consists of the carryover balance from excess contributions prior to the Pension Protection Act (PPA) of 2006, plus the prefunding balance from elected excess contributions after the PPA. Balances accumulate with interest and are reduced for amounts applied towards the minimum required contribution, voluntary waivers by the plan sponsor, and compelled waivers to avoid benefit restrictions. The actuarial value of assets is reduced by the credit balance to determine certain funded percentages and to determine the funding shortfall.

Asset valuation method

The actuarial value of assets is determined using an annual average of the adjusted fair market value of assets with the earliest determination 24 months prior to the valuation date. The fair market value of assets in prior years is adjusted for contributions, benefit payments, expenses and expected earnings (not to exceed the third segment rate).

This is equivalent to the fair market value of assets, plus two-thirds of the (gain)/loss from the prior year, plus one-third of the (gain)/loss from the second preceding year. The (gain)/loss in each year is the difference between the expected and actual returns on the fair market value of assets.

The actuarial value of assets is adjusted to be no less than 90% or no more than 110% of the fair market value of assets, as required by IRC Section 430(g)(3)(B)(iii).

Since the expected earnings assumption cannot exceed the third segment rate, over time, the method may produce an actuarial value of assets slightly below the fair market value of assets.

The actuarial value of assets for determining the maximum tax deductible contribution reflects interest rate stabilization rates for discounting contributions and limiting expected earnings.

Actuarial assumptions

Funding Assumptions:

The discount rate and mortality assumptions are prescribed assumptions set by law. All other assumptions are non-prescribed assumptions set by the actuary which reflect estimates of future experience, are appropriate for the purpose of the measurement, consider relevant plan characteristics, and contain no significant bias unless otherwise noted. Relevant historical information, such as credible plan experience and experience from representative populations, was considered in the selection of the non-prescribed assumptions with a significant effect on the measurement. Factors that may affect future experience and the views of experts were also considered.

The termination age, retirement age and salary scale assumptions consider the experience study completed in August 2022 based on plan experience from 2017 through 2021.

ASC 960 Assumptions:

All assumptions are set by the plan sponsor and they align with the Funding Assumptions except for the mortality assumption and the discount rate.

The mortality assumption reflects experience from representative populations, based on the Pri-2012 Private Retirement Plans Mortality Table Report issued by the Society of Actuaries (SOA) in October 2019 and the Mortality Improvement Scale MP-2021 Report issued by the SOA in October 2021.

The discount rate reflects an effective rate based on high quality corporate bond yields and the plan cashflow as of the valuation date.

The actuarial assumptions as of January 1, 2023 used in this report are:

Discount Rate	With ARPA Interest <u>Rate Stabilization</u>	Without Interest <u>Rate Stabilization</u>	<u>ASC 960</u>
Effective Rate	5.26%	3.69%	4.98%
First Segment – First 5 Years	4.75%	2.13%	N/A
Second Segment – Next 15 Years	5.00%	3.62%	N/A
Third Segment – After 20 Years	5.74%	3.93%	N/A

Mortality

Funding
ASC 960

IRS 2023 Static Mortality Table
Pri-2012 Total Dataset Employee/Retiree Mortality Table
with Scale MP-2021

Termination

Age

Rate of Withdrawal

<62

3.50%

62+

0.00%

Retirement

Age

Rate of Retirement

<62

0.00%

62

50.00%

63

0.00%

64

50.00%

65+

100.00%

Disability

None

Expected Return on Assets

5.50%

Estimated Expenses

\$130,000 plus PBGC premium, rounded to the nearest \$5,000. For 2023, this amount is \$280,000.

Salary Scale

4.50%

Social Security Wage Base Increase

3.00%

Payment Form

Life annuity.

Lump Sum Basis

IRS 2023 Applicable Mortality for 417(e) and discount rate assumptions equivalent to above.

Spouse's Benefit

It is assumed that husbands and wives are the same age and that 80% of all Participants who are or will become eligible for coverage under the Spouse's Benefit will be survived by an eligible spouse.

Plan provisions

Effective Date	March 16, 2001.
Participation Eligibility	Each Employee in the service of the Employer, who is not employed as a Temporary Employee, will be eligible to participate in the Plan as of the later of his employment commencement date or the effective date of the Plan.
Normal Retirement Date	The later of the Participant's 65th birthday or the third anniversary of the first day of the Plan Year in which the Participant commenced participation in the Plan.
Early Retirement Date	The first day of any month coincident with or next following the later of the Participant's 62nd birthday or the completion of three Years of Credited Service.
Normal Retirement Benefit	A Participant who retires on his Normal Retirement Date will be entitled to a monthly retirement income commencing on his Normal Retirement Date and payable for his lifetime. The amount of such retirement income will be equal to 1.3% of his Average Compensation multiplied by his total Years of Accrual Service.
Average Compensation	The average monthly compensation received during the highest 36 consecutive calendar months during the last 72 calendar months immediately preceding separation from service.

Early Retirement Benefit

The Early Retirement Benefit will be equal to the Participant's Accrued Benefit. If the payment of the benefit commences prior to Normal Retirement Date, it will be reduced to reflect the earlier commencement of benefits as provided below:

<u>Credited Service</u>	<u>Age 62</u>	<u>Age 63</u>	<u>Age 64</u>	<u>Age 65</u>
<26 Years	91%	94%	97%	100%
26 Years	94%	97%	100%	100%
27 Years	97%	100%	100%	100%
28+ Years	100%	100%	100%	100%

Death Benefit

In the event of a Participant's death, his beneficiary will receive a benefit equal to the actuarial equivalent of the Participant's Nonforfeitable Accrued Benefit.

Disability Benefit

In the event of a Participant's disablement, he will be entitled to receive a benefit, which is equal to the actuarial equivalent of his Nonforfeitable Accrued Benefit payable at Normal Retirement Date.

Termination Benefit

A Participant who terminates his service with the Employer will have a vested interest equal to a percentage of the actuarial equivalent of his Accrued Benefit earned at date of termination of service in accordance with the following schedule:

<u>Years of Service</u>	<u>Percentage Vested</u>
Less than 3 years	0%
3 or more years	100%

Accrued Benefit	A Participant's Accrued Benefit is equal to his prorated Normal Retirement Benefit, determined using current Average Compensation and the ratio of current Years of Accrual Service to total projected Years of Accrual Service at Normal Retirement Date.
Actuarial Equivalence	Actuarial Equivalence is defined as an interest rate of 7.5%, the 1971 Group Annuity Mortality Table.
Cost of Living Adjustment	Benefits eligible for a Cost of Living Adjustment are assumed to increase at a rate of 3.10% per year after retirement, with increases occurring on July 1 st .

Distribution of active participants by age and service

Number of active participants as of January 1, 2023 – distribution by age and service

Active participant counts are shown below.

Attained age	Years of credited service										Total
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+	
Under 25											
25-29											
30-34											
35-39											
40-44				1		1					2
45-49				1	3	1					5
50-54				1	1	3					5
55-59		1			2	8					11
60-64		1		1	1	6					9
65-69				1		4					5
70+											
Total		2		5	7	23					37

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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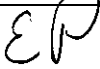
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

▶ Round off amounts to nearest dollar.
▶ Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan GCC DACOTAH, INC. DEFINED BENEFIT PENSION PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF GCC DACOTAH, INC.	D Employer Identification Number (EIN) 46-0460381
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2023</u>	
2 Assets:	
a Market value	2a 22,582,269
b Actuarial value	2b 24,840,495
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment.....	(1) Number of participants 139 (2) Vested Funding Target 14,941,506 (3) Total Funding Target 14,941,506
b For terminated vested participants.....	44 2,433,339 2,433,339
c For active participants	37 6,973,039 7,462,194
d Total.....	220 24,347,884 24,837,039
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate	5 5.26 %
6 Target normal cost.....	
a Present value of current plan year accruals.....	6a 550,984
b Expected plan-related expenses	6b 280,000
c Target normal cost	6c 830,984

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE Eric Pers  Signature of actuary	08/12/2024 Date 23-08115 Most recent enrollment number (303) 737-6275 Telephone number (including area code)
Eric Pers Type or print name of actuary EMPOWER Firm name 280 TRUMBULL STREET HARTFORD CT 06103 Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF. **Schedule SB (Form 5500) 2023 v. 230728**

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	162,785
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	162,785
10 Interest on line 9 using prior year's actual return of <u>-17.32</u> %	0	-28194
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		1433173
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.43</u> %		77821
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		1510994
d Portion of (c) to be added to prefunding balance		1510994
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	1645585

Part III Funding Percentages

14 Funding target attainment percentage	14	93.38%
15 Adjusted funding target attainment percentage	15	100.01%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	106.76%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
09/29/2023	250,000				
12/22/2023	250,000				
03/28/2024	250,000				
06/28/2024	250,000				
Totals ▶			18(b)	1,000,000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	944,738

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 0
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions)	☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26 Demographic and benefit information		
a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...	☐ Yes	☒ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6c)	31a	830,984	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment	0		0
b Waiver amortization installment	0		0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	830,984	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	830,984	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	944,738	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	113,754	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)

41 If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☐ 2020 ☒ 2021
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GCC Dacotah, Inc. Defined Benefit Pension Plan
EIN / PN: 46-0460381 / 001
Attachment to 2023 Schedule SB (Form 5500)
Line 22 - Description of Weighted Average Retirement Age

<u>Age</u>	<u>Probability</u>	<u>Number Retiring</u>	<u>Number Remaining</u>	<u>Result</u>
62	50.00%	0.500000	0.500000	31.000000
63	0.00%	0.000000	0.500000	0.000000
64	50.00%	0.250000	0.250000	16.000000
65	100.00%	0.250000	0.000000	16.250000
Weighted Average Retirement Age:				63.25

Actuarial methods

Under the actuarial methods described below, if all current assumptions remain constant and are realized, funding at least the minimum required contribution each year will eventually accumulate sufficient plan assets to cover the funding target. Future widening of the interest rate stabilization corridor may extend the time period for the plan to become fully funded.

Cost method

Costs have been computed in accordance with the unit credit actuarial cost method and reflect the actuarial assumptions described under "Actuarial assumptions" of this report as provided under the applicable regulations of the Pension Protection Act of 2006.

Target normal cost

The target normal cost is the present value of benefits expected to accrue during the plan year plus an estimate of the expenses to be paid from plan assets during the plan year.

Funding target and funding shortfall

The funding target is the present value of benefits accrued as of the beginning of the plan year and the funding shortfall is the excess of the funding target over the actuarial value of assets (reduced by the credit balance). The initial funding shortfall is amortized over 15 years.

In subsequent years, the funding shortfall less the present value of prior year amortization installments is amortized over 15 years, and added to any prior year amortization installments.

Segment rates are adjusted as necessary to fall within the specified corridor of the corresponding 25-year average of segment rates for the period ending September 30 of the calendar year preceding the first day of the plan year. The specified corridor is:

<u>Plan year</u>	<u>Corridor</u>
Through 2030	95% - 105%
2031	90% - 110%
2032	85% - 115%
2033	80% - 120%
2034	75% - 125%
2035 and later	70% - 130%

In the event the 25-year average of either the first, second, or third segment rate falls below 5%, the 25-year average of such rate will be deemed to be 5%.

The adjustments to fall within the specified corridor of the 25-year average of segment rates apply for determining the minimum required contribution and related funded percentages. They do not apply for determining the maximum tax deductible contribution or certain other situations.

Sponsor elections

Discount rate: Segment rates, with no lookback

Mortality table: Prescribed IRS static mortality table – separate

At-risk determination

The at-risk funding target is determined by assuming that participants eligible to retire in the current plan year and next 10 plan years retire at the earliest possible date, but not before the end of the plan year. All participants are assumed to elect the optional form resulting in the highest possible present value.

A load is added to the at-risk funding target and at-risk target normal cost when a plan is at-risk in at least two years during the preceding four years. The load increases the at-risk funding target by 4% of the not at-risk funding target plus \$700 per participant, and increases the at-risk target normal cost by 4% of the not at-risk target normal cost.

The funding target and target normal cost are calculated by multiplying the not at-risk values by 100% minus the phase-in percentage, plus the at-risk values multiplied by the phase-in percentage.

Credit balance

The credit balance consists of the carryover balance from excess contributions prior to the Pension Protection Act (PPA) of 2006, plus the prefunding balance from elected excess contributions after the PPA. Balances accumulate with interest and are reduced for amounts applied towards the minimum required contribution, voluntary waivers by the plan sponsor, and compelled waivers to avoid benefit restrictions. The actuarial value of assets is reduced by the credit balance to determine certain funded percentages and to determine the funding shortfall.

Asset valuation method

The actuarial value of assets is determined using an annual average of the adjusted fair market value of assets with the earliest determination 24 months prior to the valuation date. The fair market value of assets in prior years is adjusted for contributions, benefit payments, expenses and expected earnings (not to exceed the third segment rate).

This is equivalent to the fair market value of assets, plus two-thirds of the (gain)/loss from the prior year, plus one-third of the (gain)/loss from the second preceding year. The (gain)/loss in each year is the difference between the expected and actual returns on the fair market value of assets.

The actuarial value of assets is adjusted to be no less than 90% or no more than 110% of the fair market value of assets, as required by IRC Section 430(g)(3)(B)(iii).

Since the expected earnings assumption cannot exceed the third segment rate, over time, the method may produce an actuarial value of assets slightly below the fair market value of assets.

The actuarial value of assets for determining the maximum tax deductible contribution reflects interest rate stabilization rates for discounting contributions and limiting expected earnings.

Actuarial assumptions

Funding Assumptions:

The discount rate and mortality assumptions are prescribed assumptions set by law. All other assumptions are non-prescribed assumptions set by the actuary which reflect estimates of future experience, are appropriate for the purpose of the measurement, consider relevant plan characteristics, and contain no significant bias unless otherwise noted. Relevant historical information, such as credible plan experience and experience from representative populations, was considered in the selection of the non-prescribed assumptions with a significant effect on the measurement. Factors that may affect future experience and the views of experts were also considered.

The termination age, retirement age and salary scale assumptions consider the experience study completed in August 2022 based on plan experience from 2017 through 2021.

ASC 960 Assumptions:

All assumptions are set by the plan sponsor and they align with the Funding Assumptions except for the mortality assumption and the discount rate.

The mortality assumption reflects experience from representative populations, based on the Pri-2012 Private Retirement Plans Mortality Table Report issued by the Society of Actuaries (SOA) in October 2019 and the Mortality Improvement Scale MP-2021 Report issued by the SOA in October 2021.

The discount rate reflects an effective rate based on high quality corporate bond yields and the plan cashflow as of the valuation date.

The actuarial assumptions as of January 1, 2023 used in this report are:

Discount Rate	With ARPA Interest <u>Rate Stabilization</u>	Without Interest <u>Rate Stabilization</u>	<u>ASC 960</u>
Effective Rate	5.26%	3.69%	4.98%
First Segment – First 5 Years	4.75%	2.13%	N/A
Second Segment – Next 15 Years	5.00%	3.62%	N/A
Third Segment – After 20 Years	5.74%	3.93%	N/A

Mortality

Funding
ASC 960

IRS 2023 Static Mortality Table
Pri-2012 Total Dataset Employee/Retiree Mortality Table
with Scale MP-2021

Termination

Age

Rate of Withdrawal

<62

3.50%

62+

0.00%

Retirement

Age

Rate of Retirement

<62

0.00%

62

50.00%

63

0.00%

64

50.00%

65+

100.00%

Disability

None

Expected Return on Assets

5.50%

Estimated Expenses

\$130,000 plus PBGC premium, rounded to the nearest \$5,000. For 2023, this amount is \$280,000.

Salary Scale

4.50%

Social Security Wage Base Increase

3.00%

Payment Form

Life annuity.

Lump Sum Basis

IRS 2023 Applicable Mortality for 417(e) and discount rate assumptions equivalent to above.

Spouse's Benefit

It is assumed that husbands and wives are the same age and that 80% of all Participants who are or will become eligible for coverage under the Spouse's Benefit will be survived by an eligible spouse.

Plan provisions

Effective Date	March 16, 2001.
Participation Eligibility	Each Employee in the service of the Employer, who is not employed as a Temporary Employee, will be eligible to participate in the Plan as of the later of his employment commencement date or the effective date of the Plan.
Normal Retirement Date	The later of the Participant's 65th birthday or the third anniversary of the first day of the Plan Year in which the Participant commenced participation in the Plan.
Early Retirement Date	The first day of any month coincident with or next following the later of the Participant's 62nd birthday or the completion of three Years of Credited Service.
Normal Retirement Benefit	A Participant who retires on his Normal Retirement Date will be entitled to a monthly retirement income commencing on his Normal Retirement Date and payable for his lifetime. The amount of such retirement income will be equal to 1.3% of his Average Compensation multiplied by his total Years of Accrual Service.
Average Compensation	The average monthly compensation received during the highest 36 consecutive calendar months during the last 72 calendar months immediately preceding separation from service.

Early Retirement Benefit

The Early Retirement Benefit will be equal to the Participant's Accrued Benefit. If the payment of the benefit commences prior to Normal Retirement Date, it will be reduced to reflect the earlier commencement of benefits as provided below:

<u>Credited Service</u>	<u>Age 62</u>	<u>Age 63</u>	<u>Age 64</u>	<u>Age 65</u>
<26 Years	91%	94%	97%	100%
26 Years	94%	97%	100%	100%
27 Years	97%	100%	100%	100%
28+ Years	100%	100%	100%	100%

Death Benefit

In the event of a Participant's death, his beneficiary will receive a benefit equal to the actuarial equivalent of the Participant's Nonforfeitable Accrued Benefit.

Disability Benefit

In the event of a Participant's disablement, he will be entitled to receive a benefit, which is equal to the actuarial equivalent of his Nonforfeitable Accrued Benefit payable at Normal Retirement Date.

Termination Benefit

A Participant who terminates his service with the Employer will have a vested interest equal to a percentage of the actuarial equivalent of his Accrued Benefit earned at date of termination of service in accordance with the following schedule:

<u>Years of Service</u>	<u>Percentage Vested</u>
Less than 3 years	0%
3 or more years	100%

Accrued Benefit	A Participant's Accrued Benefit is equal to his prorated Normal Retirement Benefit, determined using current Average Compensation and the ratio of current Years of Accrual Service to total projected Years of Accrual Service at Normal Retirement Date.
Actuarial Equivalence	Actuarial Equivalence is defined as an interest rate of 7.5%, the 1971 Group Annuity Mortality Table.
Cost of Living Adjustment	Benefits eligible for a Cost of Living Adjustment are assumed to increase at a rate of 3.10% per year after retirement, with increases occurring on July 1 st .

Distribution of active participants by age and service

Number of active participants as of January 1, 2023 – distribution by age and service

Active participant counts are shown below.

Attained age	Years of credited service										Total
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+	
Under 25											
25-29											
30-34											
35-39											
40-44				1		1					2
45-49				1	3	1					5
50-54				1	1	3					5
55-59		1			2	8					11
60-64		1		1	1	6					9
65-69				1		4					5
70+											
Total		2		5	7	23					37



GCC Dacotah, Inc. Defined Benefit Pension Plan

Independent Auditor's Report and Financial Statements

December 31, 2023 and 2022

GCC Dacotah, Inc. Defined Benefit Pension Plan

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Independent Auditor's Report

To the Plan Administrator of the
GCC Dacotah, Inc. Defined Benefit Pension Plan:

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

We have performed audits of the financial statements of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C) ("ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained certifications from qualified institutions as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 5 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of 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 the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

In our opinion

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

Brook and Company CPAs P.C.

Certified Public Accountants

Boulder, Colorado
October 11, 2024

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statements of Net Assets Available for Benefits

December 31,	2023	2022
ASSETS		
Investments, at fair value (Notes 2 and 4):		
Pooled separate accounts	\$ 14,455,827	\$ 15,062,062
Mutual funds	10,721,996	<u>7,016,070</u>
Total investments	25,177,823	22,078,132
Employer contributions receivable	500,000	<u>500,000</u>
Net assets available for benefits	<u>\$ 25,677,823</u>	<u>\$ 22,578,132</u>

The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statement of Changes in Net Assets Available for Benefits

Year ended December 31,

2023

Additions to (deductions from) net assets attributed to:

Investment income (Note 2):

Net appreciation in fair value of investments	\$ 2,941,690
Interest, dividends, and other	<u>666,810</u>

Total investment income	<u>3,608,500</u>
--------------------------------	-------------------------

Employer contributions	<u>1,000,000</u>
-------------------------------	-------------------------

Payments:

Distributions to participants	(1,216,837)
Administrative expenses	<u>(291,972)</u>

Total payments	<u>(1,508,809)</u>
-----------------------	---------------------------

Net increase in net assets available for benefits	3,099,691
--	------------------

Net assets available for benefits, beginning of year	<u>22,578,132</u>
---	--------------------------

Net assets available for benefits, end of year	<u><u>\$ 25,677,823</u></u>
---	------------------------------------

The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

The following description of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan") provides only general information. Participants and all others should refer to the Plan document for a more complete description of the Plan's provisions.

General. The Plan is a defined benefit pension plan that was established by GCC Dacotah, Inc. (the "Company", "Employer", "Plan Sponsor", or "Plan Administrator") on March 16, 2001. The Plan covers (a) non-union employees of the Company that were first hired or rehired on or before September 30, 2008 and (b) union employees that were first hired or rehired on or before December 31, 2008. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Plan is administered by the Company's Investment Committee ("Committee"). The Committee has overall responsibility for the operation and administration of the Plan. The Committee determines the appropriateness of the Plan's investment offerings and monitors investment performance.

Empower's Acquisition of Prudential's Retirement Business. Effective April 1, 2022, Empower Annuity Insurance Company of America ("EAICA"), the parent company of Empower Retirement, LLC ("Empower"), acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.: Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, FSB. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Plan Amendments. On August 17, 2023, the Plan Sponsor elected two changes in accordance with the Setting Every Community Up for Retirement Enhancement Act 2.0 ("SECURE Act 2.0") as follows:

- The maximum dollar amount for involuntary cash out distributions and automatic IRA rollovers under the Plan was increased to \$7,000. This change will be effective for distributions made after December 31, 2023.
- The Plan's Required Beginning Date ("RBD") provisions were updated to be age 73 for Required Minimum Distributions ("RMDs") made on or after January 1, 2023 and age 75 for RMDs made on or after January 1, 2033.

Funding Policy. The Plan's funding policy is for the Company to contribute an amount which will meet or exceed the annual ERISA minimum funding requirement. Such minimum funding requirement is actuarially determined using various actuarial methods and assumptions including the unit credit actuarial cost method. During 2023, the Company made contributions of \$1,000,000. The Company's contributions for 2023 exceeded the minimum funding requirements of ERISA.

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA (see Note 6).

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

Pension Benefits. Participants with three or more years of service are entitled to normal retirement pension benefits at their normal retirement date (later of age 65 or the third anniversary of the first day of the Plan year in which the participant commenced participation in the Plan) equal to 1.3% of the average compensation (the average monthly compensation received during the highest 36 consecutive calendar months during the last 72 calendar months immediately preceding separation from service) multiplied by the participant's years of accrual service. Amounts accrued prior to April 1, 2008 (for non union employees) and October 1, 2009 (for union employees) will be adjusted for an improvement factor, as defined. No years of accrual service shall be credited to non union employees after September 30, 2008. The Plan provides for an early retirement date (the first day of the month coincident with or following the later of attainment of age 62 or the completion of 3 years of credited service) and an early retirement benefit. The early retirement benefit is equal to the participant's accrued benefit, as defined. If the early retirement benefit commences prior to the participant's normal retirement date, it will be reduced to reflect the earlier commencement of benefits. If a participant terminates prior to completion of three years of service, they forfeit the right to receive their actuarially determined accrued benefit. Participants whose present value of pension benefits is less than \$5,000 will receive the value of their accrued benefit as a lump-sum distribution or direct rollover to an IRA. The Plan provides for the following forms of distribution: (a) qualified joint and survivor annuity, (b) life annuity, (c) life annuity with certain term, and (d) joint and survivor annuity.

Death and Disability Benefits. In the event of a participant's death, the participant's beneficiary will receive a benefit equal to the actuarial equivalent of the participant's nonforfeitable accrued benefit. In the event of a participant's disability while employed by the Employer, the participant will be entitled to receive a benefit equal to the actuarial equivalent of their nonforfeitable accrued benefit payable at their normal retirement date.

Note 2 – Summary of Significant Accounting Policies

Basis of Accounting and Use of Estimates. The financial statements of the Plan are prepared using the accrual method of accounting. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition. The Plan's 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 Committee determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and trustees. See Note 4 for a discussion of fair value measurements.

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

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 2 – Summary of Significant Accounting Policies (continued)

Benefit Payments. Benefits are recorded when paid.

Administrative Expenses. Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Included in administrative expenses are PBGC premiums, recordkeeping, investment management, investment advisor, and other administrative fees. Certain indirect investment related and other Plan expenses are included in investment income.

Note 3 – Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are accumulated based on employees' average compensation, as defined, and years of accrual service. The accumulated plan benefits for active employees will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included, to the extent they are deemed attributable to employee service, rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The significant actuarial assumptions used in the valuations as of December 31, 2023 and 2022, respectively, were as follows:

Life expectancy of participants

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2023)

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2022)

Retirement age assumptions

Age	Rate of Retirement	
	2023	2022
Less than 62	0%	0%
62	50%	50%
63	0%	0%
64	50%	50%
65+	100%	100%

Expected return on Plan assets

5.50% (2023)
5.50% (2022)

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 3 – Actuarial Present Value of Accumulated Plan Benefits (continued)

Discount rate	4.78% (2023)
	4.98% (2022)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. The computations of the actuarial present value of accumulated plan benefits were made as of January 1, 2024 and 2023. Had the valuations been performed as of December 31, there would be no material differences.

The Statements of Accumulated Plan Benefits as of December 31, 2023 and 2022 are as follows:

	December 31,	
	2023	2022
Actuarial present value of accumulated plan benefits		
Vested benefits		
Participants currently receiving payments	\$ 14,831,408	\$ 14,296,238
Other participants	11,645,781	11,211,033
	26,477,189	25,507,271
Nonvested benefits	506,013	467,739
Total actuarial present value of accumulated plan benefits	\$ 26,983,202	\$ 25,975,010

The Statement of Changes in Accumulated Plan Benefits for the year ended December 31, 2023 is as follows:

Actuarial present value of accumulated plan benefits at beginning of year	\$ 25,975,010
Increase (decrease) during the year attributable to:	
Benefits accumulated and actuarial (gain) / loss	(224,111)
Increase for interest	1,260,731
Benefits paid	(1,216,837)
Change in actuarial assumptions	1,188,409
Net increase	1,008,192
Actuarial present value of accumulated plan benefits at end of year	\$ 26,983,202

Note 4 – Fair Value Measurements

Topic ASC 820, Fair Value Measurements and Disclosures, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the authoritative guidance are described below:

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

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

Level 2 Inputs to the valuation methodology include:

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

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

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

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

The 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. These funds are required to publish their daily net asset value ("NAV") and to transact at that price. The funds held by the Plan are deemed to be actively traded.
- Pooled separate accounts ("PSAs"): Valued at the NAV of units held by the Plan at year end. The NAV, as provided by Prudential Retirement Insurance and Annuity Company ("PRIAC") and Empower Annuity Insurance Company ("EAIC"), is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the funds less their liabilities. This practical expedient is not used when it is determined to be probable that the funds will sell the investment for an amount different than the reported NAV. Investment transactions (purchases and sales) may occur daily.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while 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.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

The following tables set forth by level, within the fair value ("FV") hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Assets at Fair Value as of December 31, 2023				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 10,721,996	\$ -	\$ -	\$ 10,721,996
Total Assets in FV Hierarchy	\$ 10,721,996	\$ -	\$ -	10,721,996
Investments Measured at NAV				14,455,827
Total Assets at Fair Value				\$ 25,177,823

Assets at Fair Value as of December 31, 2022				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 7,016,070	\$ -	\$ -	\$ 7,016,070
Total Assets in FV Hierarchy	\$ 7,016,070	\$ -	\$ -	7,016,070
Investments Measured at NAV				15,062,062
Total Assets at Fair Value				\$ 22,078,132

Investments in Certain Entities that Calculate NAV per Unit. The following table as of December 31, 2023 and 2022, sets forth a summary of certain of the Plan's investments with a reported NAV:

Investment	Fair Value as of December 31,		Unfunded Commitments	Redemption Frequency	Redemption Restrictions
	2023	2022			
PSAs (a)	\$ 14,455,827	\$ 15,062,062	None	Daily	(b)

(a) The PSAs have various US stock, international stock, US bond, international bond, and short-term investment strategies.

(b) The Group Annuity Contract that provides for the PSAs requires a 15 day termination notice. Furthermore, EAIC (formerly PRIAC) may delay transfers, distributions, or disbursements if an emergency exists, by order of the SEC, and for negative cash flow if EAIC determines that liquidating investments would adversely affect remaining investors.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 5 – Certified Information

The following information disclosed in the accompanying financial statements and ERISA-required supplemental schedules was obtained by management and agreed to or derived from information certified as complete and accurate by PRIAC and EAIC, the custodians of the Plan, and Prudential Bank & Trust, FSB and Empower Trust Company, LLC, the trustees of the Plan:

- Investments, as shown in the Statements of Net Assets Available for Benefits as of December 31, 2023 and 2022;
- Investment amounts, as shown in Note 4;
- Investment income, as shown in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2023;
- The investment information in the Schedule of Assets (Held at End of Year) as of December 31, 2023, as shown in the supplemental schedules; and
- The investment information in the Schedule of Reportable Transactions for the year ended December 31, 2023, as shown in the supplemental schedules.

Note 6 – Plan Termination

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- 1) Benefits attributable to employee contributions, as applicable, taking into account those paid out before termination;
- 2) Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination;
- 3) Other vested benefits insured by the Pension Benefit Guaranty Corporation ("PBGC") up to the applicable limitations;
- 4) All other vested benefits (that is, vested benefits not insured by the PBGC); and
- 5) All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protections is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan Sponsor and the level of benefits guaranteed by the PBGC.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 7 – Tax Status

The Plan Sponsor has adopted a Plan Document Systems LLC Volume Submitter Defined Benefit Plan ("volume submitter plan"). The volume submitter plan received an advisory letter from the IRS on March 30, 2018, which stated that the volume submitter plan is qualified under the applicable sections of the Internal Revenue Code ("IRC"). Although the volume submitter plan and Plan have been amended since receiving the IRS advisory letter, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, the Plan administrator believes that the Plan is qualified under the applicable requirements of the IRC as of December 31, 2023 and 2022. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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 an uncertain tax position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2023 and 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 8 – Party-in-Interest Transactions

The Company provides to the Plan certain accounting and administrative services for which no fees are charged.

Certain Plan investments are units of pooled separate accounts offered by EAIC (formerly PRIAC). As EAIC is the custodian of the Plan, these transactions qualify as party-in-interest transactions. Fees paid for services rendered by parties-in-interest were based on customary and reasonable rates for such services.

Note 9 – Reconciliation to the Form 5500

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

	2023	2022
Net assets available for benefits		
per the financial statements	\$ 25,677,823	\$ 22,578,132
Less: Employer contributions receivable	(500,000)	(500,000)
Net assets available for benefits		
per the Form 5500 (unaudited)	<u>\$ 25,177,823</u>	<u>\$ 22,078,132</u>

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 9 – Reconciliation to the Form 5500 (continued)

The following is a reconciliation of Employer contributions per the financial statements to the Form 5500 for the year ended December 31, 2023:

	Employer Contributions
Amounts per the financial statements	\$ 1,000,000
Add: 2022 Employer contributions receivable	500,000
Less: 2023 Employer contributions receivable	(500,000)
Amounts per the Form 5500 (unaudited)	\$ 1,000,000

Note 10 – Concentrations, Risks, and Uncertainties

The Plan has various investments in mutual funds and pooled separate accounts. Investment securities, in general, are exposed to various risks such as significant world events, interest rate, credit, and overall market volatility 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 the amounts reported in the statements of net assets available for benefits. As of December 31, 2023 and 2022, there were three investments which individually represented more than 10% of net assets available for Plan benefits. See supplemental Schedule of Assets (Held at End of Year) for a complete listing of investments held at December 31, 2023.

Additionally, some investments held by the Plan are invested in the securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments. Moreover, securities of many foreign companies and their markets may be less liquid and their prices more volatile than those of securities of comparable U.S. companies.

Plan contributions are made, and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Note 11 – Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 11, 2024, which is the date the financial statements were available to be issued.

GCC Dacotah, Inc. Defined Benefit Pension Plan

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

EIN: 46-0460381 PN: 001

December 31,

2023

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
Mutual Funds:			
Nationwide Fund Advisors	NationwideGenevaSmallCapGrowth	\$ 844,758	\$ 973,402
BlackRock	BlackRock High Yield Bond K	346,149	324,713
Vanguard	Vanguard Infln-Protct Secs Adm	217,552	198,498
Vanguard	Vanguard LT Invt Grade BondADM	7,667,520	7,577,209
Cohen & Steers	Cohen & Steers Global Realty I	1,728,436	1,648,174
Total Mutual Funds		10,804,415	10,721,996
Pooled Separate Accounts:			
* Empower Annuity Insurance Company	Dryden S&P 500 Index	4,580,449	7,036,586
* Empower Annuity Insurance Company	Small Cap Value/Victory Fund	977,251	1,106,759
* Empower Annuity Insurance Company	International Blend/Wellington	3,875,550	4,363,590
* Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	1,287,541	1,148,520
* Empower Annuity Insurance Company	International Bond Plus/PIMCO	101,034	98,104
* Empower Annuity Insurance Company	Prudential Short-Term	702,265	702,268
Total Pooled Separate Accounts		11,524,090	14,455,827
Total Assets (Held at End of Year)		\$ 22,328,505	\$ 25,177,823

* Represents a party-in-interest

GCC Dacotah, Inc. Defined Benefit Pension Plan

Schedule H, Line 4j: Schedule of Reportable Transactions

EIN: 46-0460381 PN: 001

Year ended December 31, 2023

(a) Identity of party involved	(b) Description of asset	(c) Purchase price	(d) Selling price	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
Empower Annuity Insurance Company	Dryden S&P 500 Index	\$ 527,051 -	\$ - 1,749,286	\$ 527,051 1,235,398	\$ 527,051 1,749,286	\$ - 513,888
Goldman Sachs	Gldmn SmCap Inst TR	- -	- 1,217,591	- 1,666,942	- 1,217,591	- (449,351)
Empower Annuity Insurance Company	Small Cap Value/Victory	1,135,797 -	- 184,788	1,135,797 167,309	1,135,797 184,788	- 17,479
Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	280,847 -	- 2,487,656	280,847 2,985,525	280,847 2,487,656	- (497,869)
Vanguard	Vanguard LT Invt Grade BondADM	4,821,576 -	- 210,971	4,821,576 233,737	4,821,576 210,971	- (22,766)
Empower Annuity Insurance Company	Prudential Short-Term	2,384,431 -	- 2,421,191	2,384,431 2,421,177	2,384,431 2,421,191	- 14



GCC Dacotah, Inc. Defined Benefit Pension Plan

Independent Auditor's Report and Financial Statements

December 31, 2023 and 2022

GCC Dacotah, Inc. Defined Benefit Pension Plan

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Independent Auditor's Report

To the Plan Administrator of the
GCC Dacotah, Inc. Defined Benefit Pension Plan:

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

We have performed audits of the financial statements of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C) ("ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained certifications from qualified institutions as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 5 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of 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 the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

In our opinion

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

Brook and Company CPAs P.C.

Certified Public Accountants

Boulder, Colorado
October 11, 2024

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statements of Net Assets Available for Benefits

December 31,	2023	2022
ASSETS		
Investments, at fair value (Notes 2 and 4):		
Pooled separate accounts	\$ 14,455,827	\$ 15,062,062
Mutual funds	10,721,996	7,016,070
Total investments	25,177,823	22,078,132
Employer contributions receivable	500,000	500,000
Net assets available for benefits	\$ 25,677,823	\$ 22,578,132

The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statement of Changes in Net Assets Available for Benefits

Year ended December 31,

2023

Additions to (deductions from) net assets attributed to:

Investment income (Note 2):

Net appreciation in fair value of investments	\$ 2,941,690
Interest, dividends, and other	<u>666,810</u>

Total investment income	<u>3,608,500</u>
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Employer contributions	<u>1,000,000</u>
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Payments:

Distributions to participants	(1,216,837)
Administrative expenses	<u>(291,972)</u>

Total payments	<u>(1,508,809)</u>
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Net increase in net assets available for benefits	3,099,691
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Net assets available for benefits, beginning of year	<u>22,578,132</u>
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Net assets available for benefits, end of year	<u><u>\$ 25,677,823</u></u>
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The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

The following description of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan") provides only general information. Participants and all others should refer to the Plan document for a more complete description of the Plan's provisions.

General. The Plan is a defined benefit pension plan that was established by GCC Dacotah, Inc. (the "Company", "Employer", "Plan Sponsor", or "Plan Administrator") on March 16, 2001. The Plan covers (a) non-union employees of the Company that were first hired or rehired on or before September 30, 2008 and (b) union employees that were first hired or rehired on or before December 31, 2008. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Plan is administered by the Company's Investment Committee ("Committee"). The Committee has overall responsibility for the operation and administration of the Plan. The Committee determines the appropriateness of the Plan's investment offerings and monitors investment performance.

Empower's Acquisition of Prudential's Retirement Business. Effective April 1, 2022, Empower Annuity Insurance Company of America ("EAICA"), the parent company of Empower Retirement, LLC ("Empower"), acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.: Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, FSB. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Plan Amendments. On August 17, 2023, the Plan Sponsor elected two changes in accordance with the Setting Every Community Up for Retirement Enhancement Act 2.0 ("SECURE Act 2.0") as follows:

- The maximum dollar amount for involuntary cash out distributions and automatic IRA rollovers under the Plan was increased to \$7,000. This change will be effective for distributions made after December 31, 2023.
- The Plan's Required Beginning Date ("RBD") provisions were updated to be age 73 for Required Minimum Distributions ("RMDs") made on or after January 1, 2023 and age 75 for RMDs made on or after January 1, 2033.

Funding Policy. The Plan's funding policy is for the Company to contribute an amount which will meet or exceed the annual ERISA minimum funding requirement. Such minimum funding requirement is actuarially determined using various actuarial methods and assumptions including the unit credit actuarial cost method. During 2023, the Company made contributions of \$1,000,000. The Company's contributions for 2023 exceeded the minimum funding requirements of ERISA.

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA (see Note 6).

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

Pension Benefits. Participants with three or more years of service are entitled to normal retirement pension benefits at their normal retirement date (later of age 65 or the third anniversary of the first day of the Plan year in which the participant commenced participation in the Plan) equal to 1.3% of the average compensation (the average monthly compensation received during the highest 36 consecutive calendar months during the last 72 calendar months immediately preceding separation from service) multiplied by the participant's years of accrual service. Amounts accrued prior to April 1, 2008 (for non union employees) and October 1, 2009 (for union employees) will be adjusted for an improvement factor, as defined. No years of accrual service shall be credited to non union employees after September 30, 2008. The Plan provides for an early retirement date (the first day of the month coincident with or following the later of attainment of age 62 or the completion of 3 years of credited service) and an early retirement benefit. The early retirement benefit is equal to the participant's accrued benefit, as defined. If the early retirement benefit commences prior to the participant's normal retirement date, it will be reduced to reflect the earlier commencement of benefits. If a participant terminates prior to completion of three years of service, they forfeit the right to receive their actuarially determined accrued benefit. Participants whose present value of pension benefits is less than \$5,000 will receive the value of their accrued benefit as a lump-sum distribution or direct rollover to an IRA. The Plan provides for the following forms of distribution: (a) qualified joint and survivor annuity, (b) life annuity, (c) life annuity with certain term, and (d) joint and survivor annuity.

Death and Disability Benefits. In the event of a participant's death, the participant's beneficiary will receive a benefit equal to the actuarial equivalent of the participant's nonforfeitable accrued benefit. In the event of a participant's disability while employed by the Employer, the participant will be entitled to receive a benefit equal to the actuarial equivalent of their nonforfeitable accrued benefit payable at their normal retirement date.

Note 2 – Summary of Significant Accounting Policies

Basis of Accounting and Use of Estimates. The financial statements of the Plan are prepared using the accrual method of accounting. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition. The Plan's 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 Committee determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and trustees. See Note 4 for a discussion of fair value measurements.

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

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 2 – Summary of Significant Accounting Policies (continued)

Benefit Payments. Benefits are recorded when paid.

Administrative Expenses. Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Included in administrative expenses are PBGC premiums, recordkeeping, investment management, investment advisor, and other administrative fees. Certain indirect investment related and other Plan expenses are included in investment income.

Note 3 – Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are accumulated based on employees' average compensation, as defined, and years of accrual service. The accumulated plan benefits for active employees will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included, to the extent they are deemed attributable to employee service, rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The significant actuarial assumptions used in the valuations as of December 31, 2023 and 2022, respectively, were as follows:

Life expectancy of participants

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2023)

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2022)

Retirement age assumptions

Age	Rate of Retirement	
	2023	2022
Less than 62	0%	0%
62	50%	50%
63	0%	0%
64	50%	50%
65+	100%	100%

Expected return on Plan assets

5.50% (2023)
5.50% (2022)

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 3 – Actuarial Present Value of Accumulated Plan Benefits (continued)

Discount rate	4.78% (2023)
	4.98% (2022)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. The computations of the actuarial present value of accumulated plan benefits were made as of January 1, 2024 and 2023. Had the valuations been performed as of December 31, there would be no material differences.

The Statements of Accumulated Plan Benefits as of December 31, 2023 and 2022 are as follows:

	December 31,	
	2023	2022
Actuarial present value of accumulated plan benefits		
Vested benefits		
Participants currently receiving payments	\$ 14,831,408	\$ 14,296,238
Other participants	11,645,781	11,211,033
	<u>26,477,189</u>	<u>25,507,271</u>
Nonvested benefits	506,013	467,739
	<u>506,013</u>	<u>467,739</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 26,983,202</u>	<u>\$ 25,975,010</u>

The Statement of Changes in Accumulated Plan Benefits for the year ended December 31, 2023 is as follows:

Actuarial present value of accumulated plan benefits at beginning of year	<u>\$ 25,975,010</u>
Increase (decrease) during the year attributable to:	
Benefits accumulated and actuarial (gain) / loss	(224,111)
Increase for interest	1,260,731
Benefits paid	(1,216,837)
Change in actuarial assumptions	1,188,409
Net increase	<u>1,008,192</u>
Actuarial present value of accumulated plan benefits at end of year	<u>\$ 26,983,202</u>

Note 4 – Fair Value Measurements

Topic ASC 820, Fair Value Measurements and Disclosures, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the authoritative guidance are described below:

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

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

Level 2 Inputs to the valuation methodology include:

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

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

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

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

The 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. These funds are required to publish their daily net asset value ("NAV") and to transact at that price. The funds held by the Plan are deemed to be actively traded.
- Pooled separate accounts ("PSAs"): Valued at the NAV of units held by the Plan at year end. The NAV, as provided by Prudential Retirement Insurance and Annuity Company ("PRIAC") and Empower Annuity Insurance Company ("EAIC"), is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the funds less their liabilities. This practical expedient is not used when it is determined to be probable that the funds will sell the investment for an amount different than the reported NAV. Investment transactions (purchases and sales) may occur daily.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while 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.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

The following tables set forth by level, within the fair value ("FV") hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Assets at Fair Value as of December 31, 2023				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 10,721,996	\$ -	\$ -	\$ 10,721,996
Total Assets in FV Hierarchy	\$ 10,721,996	\$ -	\$ -	10,721,996
Investments Measured at NAV				14,455,827
Total Assets at Fair Value				\$ 25,177,823

Assets at Fair Value as of December 31, 2022				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 7,016,070	\$ -	\$ -	\$ 7,016,070
Total Assets in FV Hierarchy	\$ 7,016,070	\$ -	\$ -	7,016,070
Investments Measured at NAV				15,062,062
Total Assets at Fair Value				\$ 22,078,132

Investments in Certain Entities that Calculate NAV per Unit. The following table as of December 31, 2023 and 2022, sets forth a summary of certain of the Plan's investments with a reported NAV:

Investment	Fair Value as of December 31,		Unfunded Commitments	Redemption Frequency	Redemption Restrictions
	2023	2022			
PSAs (a)	\$ 14,455,827	\$ 15,062,062	None	Daily	(b)

(a) The PSAs have various US stock, international stock, US bond, international bond, and short-term investment strategies.

(b) The Group Annuity Contract that provides for the PSAs requires a 15 day termination notice. Furthermore, EAIC (formerly PRIAC) may delay transfers, distributions, or disbursements if an emergency exists, by order of the SEC, and for negative cash flow if EAIC determines that liquidating investments would adversely affect remaining investors.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 5 – Certified Information

The following information disclosed in the accompanying financial statements and ERISA-required supplemental schedules was obtained by management and agreed to or derived from information certified as complete and accurate by PRIAC and EAIC, the custodians of the Plan, and Prudential Bank & Trust, FSB and Empower Trust Company, LLC, the trustees of the Plan:

- Investments, as shown in the Statements of Net Assets Available for Benefits as of December 31, 2023 and 2022;
- Investment amounts, as shown in Note 4;
- Investment income, as shown in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2023;
- The investment information in the Schedule of Assets (Held at End of Year) as of December 31, 2023, as shown in the supplemental schedules; and
- The investment information in the Schedule of Reportable Transactions for the year ended December 31, 2023, as shown in the supplemental schedules.

Note 6 – Plan Termination

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- 1) Benefits attributable to employee contributions, as applicable, taking into account those paid out before termination;
- 2) Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination;
- 3) Other vested benefits insured by the Pension Benefit Guaranty Corporation ("PBGC") up to the applicable limitations;
- 4) All other vested benefits (that is, vested benefits not insured by the PBGC); and
- 5) All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protections is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan Sponsor and the level of benefits guaranteed by the PBGC.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 7 – Tax Status

The Plan Sponsor has adopted a Plan Document Systems LLC Volume Submitter Defined Benefit Plan (“volume submitter plan”). The volume submitter plan received an advisory letter from the IRS on March 30, 2018, which stated that the volume submitter plan is qualified under the applicable sections of the Internal Revenue Code (“IRC”). Although the volume submitter plan and Plan have been amended since receiving the IRS advisory letter, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, the Plan administrator believes that the Plan is qualified under the applicable requirements of the IRC as of December 31, 2023 and 2022. Therefore, no provision for income taxes has been included in the Plan’s financial statements.

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 an uncertain tax position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2023 and 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 8 – Party-in-Interest Transactions

The Company provides to the Plan certain accounting and administrative services for which no fees are charged.

Certain Plan investments are units of pooled separate accounts offered by EAIC (formerly PRIAC). As EAIC is the custodian of the Plan, these transactions qualify as party-in-interest transactions. Fees paid for services rendered by parties-in-interest were based on customary and reasonable rates for such services.

Note 9 – Reconciliation to the Form 5500

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

	2023	2022
Net assets available for benefits		
per the financial statements	\$ 25,677,823	\$ 22,578,132
Less: Employer contributions receivable	(500,000)	(500,000)
Net assets available for benefits		
per the Form 5500 (unaudited)	<u>\$ 25,177,823</u>	<u>\$ 22,078,132</u>

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 9 – Reconciliation to the Form 5500 (continued)

The following is a reconciliation of Employer contributions per the financial statements to the Form 5500 for the year ended December 31, 2023:

	Employer Contributions
Amounts per the financial statements	\$ 1,000,000
Add: 2022 Employer contributions receivable	500,000
Less: 2023 Employer contributions receivable	(500,000)
	<u>\$ 1,000,000</u>
Amounts per the Form 5500 (unaudited)	<u>\$ 1,000,000</u>

Note 10 – Concentrations, Risks, and Uncertainties

The Plan has various investments in mutual funds and pooled separate accounts. Investment securities, in general, are exposed to various risks such as significant world events, interest rate, credit, and overall market volatility 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 the amounts reported in the statements of net assets available for benefits. As of December 31, 2023 and 2022, there were three investments which individually represented more than 10% of net assets available for Plan benefits. See supplemental Schedule of Assets (Held at End of Year) for a complete listing of investments held at December 31, 2023.

Additionally, some investments held by the Plan are invested in the securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments. Moreover, securities of many foreign companies and their markets may be less liquid and their prices more volatile than those of securities of comparable U.S. companies.

Plan contributions are made, and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Note 11 – Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 11, 2024, which is the date the financial statements were available to be issued.

GCC Dacotah, Inc. Defined Benefit Pension Plan

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

EIN: 46-0460381 PN: 001

December 31,

2023

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
Mutual Funds:			
Nationwide Fund Advisors	NationwideGenevaSmallCapGrowth	\$ 844,758	\$ 973,402
BlackRock	BlackRock High Yield Bond K	346,149	324,713
Vanguard	Vanguard Infln-Protct Secs Adm	217,552	198,498
Vanguard	Vanguard LT Invt Grade BondADM	7,667,520	7,577,209
Cohen & Steers	Cohen & Steers Global Realty I	1,728,436	1,648,174
Total Mutual Funds		10,804,415	10,721,996
Pooled Separate Accounts:			
* Empower Annuity Insurance Company	Dryden S&P 500 Index	4,580,449	7,036,586
* Empower Annuity Insurance Company	Small Cap Value/Victory Fund	977,251	1,106,759
* Empower Annuity Insurance Company	International Blend/Wellington	3,875,550	4,363,590
* Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	1,287,541	1,148,520
* Empower Annuity Insurance Company	International Bond Plus/PIMCO	101,034	98,104
* Empower Annuity Insurance Company	Prudential Short-Term	702,265	702,268
Total Pooled Separate Accounts		11,524,090	14,455,827
Total Assets (Held at End of Year)		\$ 22,328,505	\$ 25,177,823

* Represents a party-in-interest

GCC Dacotah, Inc. Defined Benefit Pension Plan

Schedule H, Line 4j: Schedule of Reportable Transactions

EIN: 46-0460381 PN: 001

Year ended December 31, 2023

(a) Identity of party involved	(b) Description of asset	(c) Purchase price	(d) Selling price	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
Empower Annuity Insurance Company	Dryden S&P 500 Index	\$ 527,051 -	\$ - 1,749,286	\$ 527,051 1,235,398	\$ 527,051 1,749,286	\$ - 513,888
Goldman Sachs	Gldmn SmCap Inst TR	- -	- 1,217,591	- 1,666,942	- 1,217,591	- (449,351)
Empower Annuity Insurance Company	Small Cap Value/Victory	1,135,797 -	- 184,788	1,135,797 167,309	1,135,797 184,788	- 17,479
Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	280,847 -	- 2,487,656	280,847 2,985,525	280,847 2,487,656	- (497,869)
Vanguard	Vanguard LT Invt Grade BondADM	4,821,576 -	- 210,971	4,821,576 233,737	4,821,576 210,971	- (22,766)
Empower Annuity Insurance Company	Prudential Short-Term	2,384,431 -	- 2,421,191	2,384,431 2,421,177	2,384,431 2,421,191	- 14



GCC Dacotah, Inc. Defined Benefit Pension Plan

Independent Auditor's Report and Financial Statements

December 31, 2023 and 2022

GCC Dacotah, Inc. Defined Benefit Pension Plan

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Independent Auditor's Report

To the Plan Administrator of the
GCC Dacotah, Inc. Defined Benefit Pension Plan:

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

We have performed audits of the financial statements of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C) ("ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained certifications from qualified institutions as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 5 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of 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 the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

In our opinion

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

Brook and Company CPAs P.C.

Certified Public Accountants

Boulder, Colorado
October 11, 2024

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statements of Net Assets Available for Benefits

December 31,	2023	2022
ASSETS		
Investments, at fair value (Notes 2 and 4):		
Pooled separate accounts	\$ 14,455,827	\$ 15,062,062
Mutual funds	10,721,996	<u>7,016,070</u>
Total investments	25,177,823	22,078,132
Employer contributions receivable	500,000	<u>500,000</u>
Net assets available for benefits	\$ 25,677,823	<u>\$ 22,578,132</u>

The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Statement of Changes in Net Assets Available for Benefits

Year ended December 31,

2023

Additions to (deductions from) net assets attributed to:

Investment income (Note 2):

Net appreciation in fair value of investments	\$ 2,941,690
Interest, dividends, and other	<u>666,810</u>

Total investment income	<u>3,608,500</u>
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Employer contributions	<u>1,000,000</u>
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Payments:

Distributions to participants	(1,216,837)
Administrative expenses	<u>(291,972)</u>

Total payments	<u>(1,508,809)</u>
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Net increase in net assets available for benefits	3,099,691
--	------------------

Net assets available for benefits, beginning of year	<u>22,578,132</u>
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Net assets available for benefits, end of year	<u><u>\$ 25,677,823</u></u>
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The accompanying Notes are an integral part of these financial statements.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

The following description of the GCC Dacotah, Inc. Defined Benefit Pension Plan (the "Plan") provides only general information. Participants and all others should refer to the Plan document for a more complete description of the Plan's provisions.

General. The Plan is a defined benefit pension plan that was established by GCC Dacotah, Inc. (the "Company", "Employer", "Plan Sponsor", or "Plan Administrator") on March 16, 2001. The Plan covers (a) non-union employees of the Company that were first hired or rehired on or before September 30, 2008 and (b) union employees that were first hired or rehired on or before December 31, 2008. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Plan is administered by the Company's Investment Committee ("Committee"). The Committee has overall responsibility for the operation and administration of the Plan. The Committee determines the appropriateness of the Plan's investment offerings and monitors investment performance.

Empower's Acquisition of Prudential's Retirement Business. Effective April 1, 2022, Empower Annuity Insurance Company of America ("EAICA"), the parent company of Empower Retirement, LLC ("Empower"), acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.: Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, FSB. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Plan Amendments. On August 17, 2023, the Plan Sponsor elected two changes in accordance with the Setting Every Community Up for Retirement Enhancement Act 2.0 ("SECURE Act 2.0") as follows:

- The maximum dollar amount for involuntary cash out distributions and automatic IRA rollovers under the Plan was increased to \$7,000. This change will be effective for distributions made after December 31, 2023.
- The Plan's Required Beginning Date ("RBD") provisions were updated to be age 73 for Required Minimum Distributions ("RMDs") made on or after January 1, 2023 and age 75 for RMDs made on or after January 1, 2033.

Funding Policy. The Plan's funding policy is for the Company to contribute an amount which will meet or exceed the annual ERISA minimum funding requirement. Such minimum funding requirement is actuarially determined using various actuarial methods and assumptions including the unit credit actuarial cost method. During 2023, the Company made contributions of \$1,000,000. The Company's contributions for 2023 exceeded the minimum funding requirements of ERISA.

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA (see Note 6).

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 1 – Description of the Plan

Pension Benefits. Participants with three or more years of service are entitled to normal retirement pension benefits at their normal retirement date (later of age 65 or the third anniversary of the first day of the Plan year in which the participant commenced participation in the Plan) equal to 1.3% of the average compensation (the average monthly compensation received during the highest 36 consecutive calendar months during the last 72 calendar months immediately preceding separation from service) multiplied by the participant's years of accrual service. Amounts accrued prior to April 1, 2008 (for non union employees) and October 1, 2009 (for union employees) will be adjusted for an improvement factor, as defined. No years of accrual service shall be credited to non union employees after September 30, 2008. The Plan provides for an early retirement date (the first day of the month coincident with or following the later of attainment of age 62 or the completion of 3 years of credited service) and an early retirement benefit. The early retirement benefit is equal to the participant's accrued benefit, as defined. If the early retirement benefit commences prior to the participant's normal retirement date, it will be reduced to reflect the earlier commencement of benefits. If a participant terminates prior to completion of three years of service, they forfeit the right to receive their actuarially determined accrued benefit. Participants whose present value of pension benefits is less than \$5,000 will receive the value of their accrued benefit as a lump-sum distribution or direct rollover to an IRA. The Plan provides for the following forms of distribution: (a) qualified joint and survivor annuity, (b) life annuity, (c) life annuity with certain term, and (d) joint and survivor annuity.

Death and Disability Benefits. In the event of a participant's death, the participant's beneficiary will receive a benefit equal to the actuarial equivalent of the participant's nonforfeitable accrued benefit. In the event of a participant's disability while employed by the Employer, the participant will be entitled to receive a benefit equal to the actuarial equivalent of their nonforfeitable accrued benefit payable at their normal retirement date.

Note 2 – Summary of Significant Accounting Policies

Basis of Accounting and Use of Estimates. The financial statements of the Plan are prepared using the accrual method of accounting. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition. The Plan's 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 Committee determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and trustees. See Note 4 for a discussion of fair value measurements.

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

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 2 – Summary of Significant Accounting Policies (continued)

Benefit Payments. Benefits are recorded when paid.

Administrative Expenses. Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Included in administrative expenses are PBGC premiums, recordkeeping, investment management, investment advisor, and other administrative fees. Certain indirect investment related and other Plan expenses are included in investment income.

Note 3 – Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are accumulated based on employees' average compensation, as defined, and years of accrual service. The accumulated plan benefits for active employees will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included, to the extent they are deemed attributable to employee service, rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The significant actuarial assumptions used in the valuations as of December 31, 2023 and 2022, respectively, were as follows:

Life expectancy of participants

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2023)

Pri-2012 Total Dataset Employee/Retiree Mortality Table with Scale MP-2021 (2022)

Retirement age assumptions

Age	Rate of Retirement	
	2023	2022
Less than 62	0%	0%
62	50%	50%
63	0%	0%
64	50%	50%
65+	100%	100%

Expected return on Plan assets

5.50% (2023)
5.50% (2022)

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 3 – Actuarial Present Value of Accumulated Plan Benefits (continued)

Discount rate	4.78% (2023)
	4.98% (2022)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. The computations of the actuarial present value of accumulated plan benefits were made as of January 1, 2024 and 2023. Had the valuations been performed as of December 31, there would be no material differences.

The Statements of Accumulated Plan Benefits as of December 31, 2023 and 2022 are as follows:

	December 31,	
	2023	2022
Actuarial present value of accumulated plan benefits		
Vested benefits		
Participants currently receiving payments	\$ 14,831,408	\$ 14,296,238
Other participants	11,645,781	11,211,033
	26,477,189	25,507,271
Nonvested benefits	506,013	467,739
Total actuarial present value of accumulated plan benefits	\$ 26,983,202	\$ 25,975,010

The Statement of Changes in Accumulated Plan Benefits for the year ended December 31, 2023 is as follows:

Actuarial present value of accumulated plan benefits at beginning of year	\$ 25,975,010
Increase (decrease) during the year attributable to:	
Benefits accumulated and actuarial (gain) / loss	(224,111)
Increase for interest	1,260,731
Benefits paid	(1,216,837)
Change in actuarial assumptions	1,188,409
Net increase	1,008,192
Actuarial present value of accumulated plan benefits at end of year	\$ 26,983,202

Note 4 – Fair Value Measurements

Topic ASC 820, Fair Value Measurements and Disclosures, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the authoritative guidance are described below:

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

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

Level 2 Inputs to the valuation methodology include:

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

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

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

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

The 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. These funds are required to publish their daily net asset value ("NAV") and to transact at that price. The funds held by the Plan are deemed to be actively traded.
- Pooled separate accounts ("PSAs"): Valued at the NAV of units held by the Plan at year end. The NAV, as provided by Prudential Retirement Insurance and Annuity Company ("PRIAC") and Empower Annuity Insurance Company ("EAIC"), is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the funds less their liabilities. This practical expedient is not used when it is determined to be probable that the funds will sell the investment for an amount different than the reported NAV. Investment transactions (purchases and sales) may occur daily.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while 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.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 4 – Fair Value Measurements (continued)

The following tables set forth by level, within the fair value ("FV") hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Assets at Fair Value as of December 31, 2023				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 10,721,996	\$ -	\$ -	\$ 10,721,996
Total Assets in FV Hierarchy	\$ 10,721,996	\$ -	\$ -	10,721,996
Investments Measured at NAV				14,455,827
Total Assets at Fair Value				\$ 25,177,823

Assets at Fair Value as of December 31, 2022				
	Quoted Prices in Active Markets for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total
Mutual Funds	\$ 7,016,070	\$ -	\$ -	\$ 7,016,070
Total Assets in FV Hierarchy	\$ 7,016,070	\$ -	\$ -	7,016,070
Investments Measured at NAV				15,062,062
Total Assets at Fair Value				\$ 22,078,132

Investments in Certain Entities that Calculate NAV per Unit. The following table as of December 31, 2023 and 2022, sets forth a summary of certain of the Plan's investments with a reported NAV:

Investment	Fair Value as of December 31,		Unfunded Commitments	Redemption Frequency	Redemption Restrictions
	2023	2022			
PSAs (a)	\$ 14,455,827	\$ 15,062,062	None	Daily	(b)

(a) The PSAs have various US stock, international stock, US bond, international bond, and short-term investment strategies.

(b) The Group Annuity Contract that provides for the PSAs requires a 15 day termination notice. Furthermore, EAIC (formerly PRIAC) may delay transfers, distributions, or disbursements if an emergency exists, by order of the SEC, and for negative cash flow if EAIC determines that liquidating investments would adversely affect remaining investors.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 5 – Certified Information

The following information disclosed in the accompanying financial statements and ERISA-required supplemental schedules was obtained by management and agreed to or derived from information certified as complete and accurate by PRIAC and EAIC, the custodians of the Plan, and Prudential Bank & Trust, FSB and Empower Trust Company, LLC, the trustees of the Plan:

- Investments, as shown in the Statements of Net Assets Available for Benefits as of December 31, 2023 and 2022;
- Investment amounts, as shown in Note 4;
- Investment income, as shown in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2023;
- The investment information in the Schedule of Assets (Held at End of Year) as of December 31, 2023, as shown in the supplemental schedules; and
- The investment information in the Schedule of Reportable Transactions for the year ended December 31, 2023, as shown in the supplemental schedules.

Note 6 – Plan Termination

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- 1) Benefits attributable to employee contributions, as applicable, taking into account those paid out before termination;
- 2) Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination;
- 3) Other vested benefits insured by the Pension Benefit Guaranty Corporation ("PBGC") up to the applicable limitations;
- 4) All other vested benefits (that is, vested benefits not insured by the PBGC); and
- 5) All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protections is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan Sponsor and the level of benefits guaranteed by the PBGC.

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 7 – Tax Status

The Plan Sponsor has adopted a Plan Document Systems LLC Volume Submitter Defined Benefit Plan ("volume submitter plan"). The volume submitter plan received an advisory letter from the IRS on March 30, 2018, which stated that the volume submitter plan is qualified under the applicable sections of the Internal Revenue Code ("IRC"). Although the volume submitter plan and Plan have been amended since receiving the IRS advisory letter, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, the Plan administrator believes that the Plan is qualified under the applicable requirements of the IRC as of December 31, 2023 and 2022. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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 an uncertain tax position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2023 and 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 8 – Party-in-Interest Transactions

The Company provides to the Plan certain accounting and administrative services for which no fees are charged.

Certain Plan investments are units of pooled separate accounts offered by EAIC (formerly PRIAC). As EAIC is the custodian of the Plan, these transactions qualify as party-in-interest transactions. Fees paid for services rendered by parties-in-interest were based on customary and reasonable rates for such services.

Note 9 – Reconciliation to the Form 5500

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

	2023	2022
Net assets available for benefits		
per the financial statements	\$ 25,677,823	\$ 22,578,132
Less: Employer contributions receivable	(500,000)	(500,000)
Net assets available for benefits		
per the Form 5500 (unaudited)	<u>\$ 25,177,823</u>	<u>\$ 22,078,132</u>

GCC Dacotah, Inc. Defined Benefit Pension Plan

Notes to Financial Statements

December 31, 2023 and 2022

Note 9 – Reconciliation to the Form 5500 (continued)

The following is a reconciliation of Employer contributions per the financial statements to the Form 5500 for the year ended December 31, 2023:

	Employer Contributions
Amounts per the financial statements	\$ 1,000,000
Add: 2022 Employer contributions receivable	500,000
Less: 2023 Employer contributions receivable	(500,000)
	<u>\$ 1,000,000</u>
Amounts per the Form 5500 (unaudited)	<u>\$ 1,000,000</u>

Note 10 – Concentrations, Risks, and Uncertainties

The Plan has various investments in mutual funds and pooled separate accounts. Investment securities, in general, are exposed to various risks such as significant world events, interest rate, credit, and overall market volatility 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 the amounts reported in the statements of net assets available for benefits. As of December 31, 2023 and 2022, there were three investments which individually represented more than 10% of net assets available for Plan benefits. See supplemental Schedule of Assets (Held at End of Year) for a complete listing of investments held at December 31, 2023.

Additionally, some investments held by the Plan are invested in the securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments. Moreover, securities of many foreign companies and their markets may be less liquid and their prices more volatile than those of securities of comparable U.S. companies.

Plan contributions are made, and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Note 11 – Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 11, 2024, which is the date the financial statements were available to be issued.

GCC Dacotah, Inc. Defined Benefit Pension Plan

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

EIN: 46-0460381 PN: 001

December 31,

2023

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment	Cost	Current Value
Mutual Funds:			
Nationwide Fund Advisors	NationwideGenevaSmallCapGrowth	\$ 844,758	\$ 973,402
BlackRock	BlackRock High Yield Bond K	346,149	324,713
Vanguard	Vanguard Infln-Protct Secs Adm	217,552	198,498
Vanguard	Vanguard LT Invt Grade BondADM	7,667,520	7,577,209
Cohen & Steers	Cohen & Steers Global Realty I	1,728,436	1,648,174
Total Mutual Funds		10,804,415	10,721,996
Pooled Separate Accounts:			
* Empower Annuity Insurance Company	Dryden S&P 500 Index	4,580,449	7,036,586
* Empower Annuity Insurance Company	Small Cap Value/Victory Fund	977,251	1,106,759
* Empower Annuity Insurance Company	International Blend/Wellington	3,875,550	4,363,590
* Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	1,287,541	1,148,520
* Empower Annuity Insurance Company	International Bond Plus/PIMCO	101,034	98,104
* Empower Annuity Insurance Company	Prudential Short-Term	702,265	702,268
Total Pooled Separate Accounts		11,524,090	14,455,827
Total Assets (Held at End of Year)		\$ 22,328,505	\$ 25,177,823

* Represents a party-in-interest

GCC Dacotah, Inc. Defined Benefit Pension Plan

Schedule H, Line 4j: Schedule of Reportable Transactions

EIN: 46-0460381 PN: 001

Year ended December 31, 2023

(a) Identity of party involved	(b) Description of asset	(c) Purchase price	(d) Selling price	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
Empower Annuity Insurance Company	Dryden S&P 500 Index	\$ 527,051 -	\$ - 1,749,286	\$ 527,051 1,235,398	\$ 527,051 1,749,286	\$ - 513,888
Goldman Sachs	Gldmn SmCap Inst TR	- -	- 1,217,591	- 1,666,942	- 1,217,591	- (449,351)
Empower Annuity Insurance Company	Small Cap Value/Victory	1,135,797 -	- 184,788	1,135,797 167,309	1,135,797 184,788	- 17,479
Empower Annuity Insurance Company	Core Plus Bond / PGIM Fund	280,847 -	- 2,487,656	280,847 2,985,525	280,847 2,487,656	- (497,869)
Vanguard	Vanguard LT Invt Grade BondADM	4,821,576 -	- 210,971	4,821,576 233,737	4,821,576 210,971	- (22,766)
Empower Annuity Insurance Company	Prudential Short-Term	2,384,431 -	- 2,421,191	2,384,431 2,421,177	2,384,431 2,421,191	- 14