

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 GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
1b	Three-digit plan number (PN) ▶ 002
1c	Effective date of plan 01/01/2017
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) GODSHALL'S QUALITY MEATS 675 MILL ROAD TELFORD, PENNSYLVANIA 18969-2411 US US
2b	Employer Identification Number (EIN) 23-2267598
2c	Plan Sponsor's telephone number 215-256-8867
2d	Business code (see instructions) 311610

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	MATTHEW TELLER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2024	MATTHEW TELLER
	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	5 381
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) 286 6a(2) 268 6b 4 6c 129 6d 401 6e 1 6f 402 6g(1) 371 6g(2) 402 6h 26
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:

2I 2P 2Q 3I

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

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

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

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

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

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

Receipt Confirmation Code _____

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

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

A Name of plan GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN	B Three-digit plan number (PN) 002
C Plan sponsor's name as shown on line 2a of Form 5500 GODSHALL'S QUALITY MEATS	D Employer Identification Number (EIN) 23-2267598

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

CHARLES SCHWAB - GODSHALLS

IVC WEALTH ADVISORS LLC

163 E. MAIN STREET

SILVERDALE, PA 18962

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

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

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

CAPTIAL TRUSTEES, INC.

46-0766274

(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?
25 99	TRUSTEE	70000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PRINCIPAL FINANCIAL GROUP

42-0127290

(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?
14 15 64	PLAN ADMINISTRATOR	18009	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

SCHWAB

94-1737782

(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?
28 51	INVESTMENT MANAGEMENT	7080	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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)

VALUE MANAGEMENT INC

23-2639318

(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?
34 99	VALUATION SERVICES	16026	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 ☐

(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 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 GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 GODSHALL'S QUALITY MEATS		
D Employer Identification Number (EIN) 23-2267598		

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	1992739	993322
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	2307	
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1452805	23743
(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)		
(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)		3455661
(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)	44933438	53878125
(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	48381289	58350851
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	13170150	11706800
k Total liabilities (add all amounts in lines 1g through 1j)	1k	13170150	11706800
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	35211139	46644051

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)	748350	
(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)		748350
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	114386	
(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)		114386
(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)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(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)	9076953	
(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)		
(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)		-15280
c Other income	2c		2085625
d Total income. Add all income amounts in column (b) and enter total	2d		12010034

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	98350	
(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)		98350
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		367447
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees.....	2i(2)	18009	
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	7080	
(6) Bank or trust company trustee/custodial fees	2i(6)	70000	
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)	16026	
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	210	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		111325
j Total expenses. Add all expense amounts in column (b) and enter total	2j		577122

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		11432912
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: **DUNLAPSLK, PC**

(2) EIN: **23-3018514**

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?	☒		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

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

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

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection.
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN		B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 GODSHALL'S QUALITY MEATS		D Employer Identification Number (EIN) 23-2267598
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1 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): 42-0127290		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A		
If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____		
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?		☐ Yes ☒ No
11 a Does the ESOP hold any preferred stock?		☐ Yes ☒ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)		☐ Yes ☒ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?		☒ Yes ☐ No
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2023 v. 230707		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:		
a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment)	14a	
b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14b	
c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14c	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:		
a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

19 If the total number of participants is 1,000 or more, complete lines (a) and (b):

a Enter the percentage of plan assets held as:

Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____%

High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____%

b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:

☐ 0-5 years ☐ 5-10 years ☐ 10-15 years ☐ 15 years or more

20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation. _____

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).

☐ Design-based safe harbor method

☐ "Prior year" ADP test

☐ "Current year" ADP test

☐ N/A

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter 06 / 30 / 2020 (MM/DD/YYYY) and the Opinion Letter serial number Q702454A.

**GODSHALL'S QUALITY MEATS
EMPLOYEE STOCK OWNERSHIP PLAN
Financial Report
December 31, 2023 and 2022**

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
December 31, 2023 and 2022

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Independent Auditors' Report

To the Trustees
Godshall's Quality Meats Employee Stock Ownership Plan
Telford, Pennsylvania

Opinion

We have audited the accompanying financial statements of the Godshall's Quality Meats Employee Stock Ownership Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA) which comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Godshall's Quality Meats Employee Stock Ownership Plan as of December 31, 2023 and 2022, and the changes in net assets for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

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 Godshall's Quality Meats Employee Stock Ownership Plan and to meet our 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 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.

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 Godshall's Quality Meats Employee Stock Ownership 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.

Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' 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 Godshall's Quality Meats Employee Stock Ownership 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 Godshall's Quality Meats Employee Stock Ownership Plan's ability to continue as a going concern for a reasonable period of time.

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.

Supplemental Schedule Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets (Held at End of Year) as of December 31, 2023, is presented for the purpose of additional analysis and is not a required part of the financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the 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.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedule is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

DunlapSLK, P.C.

Chalfont, Pennsylvania
October 10, 2024

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Statements of Net Assets Available for Benefits
December 31, 2023 and 2022

	2023			2022		
	<u>Allocated</u>	<u>Unallocated</u>	<u>Total</u>	<u>Allocated</u>	<u>Unallocated</u>	<u>Total</u>
Assets						
Investment in Godshall's Quality Meats, Inc. Common Stock, at Fair Value	\$ 27,336,186	\$ 26,541,939	\$ 53,878,125	\$ 19,722,333	\$ 25,211,105	\$ 44,933,438
Marketable Securities (Non-Participant Directed)	3,455,661	-	3,455,661	1,446,669	-	1,446,669
Interest Bearing Cash	23,743	-	23,743	6,136	-	6,136
Total Investments	<u>30,815,590</u>	<u>26,541,939</u>	<u>57,357,529</u>	<u>21,175,138</u>	<u>25,211,105</u>	<u>46,386,243</u>
Accrued Income Receivable	-	-	-	2,307	-	2,307
Non-Interest Bearing Cash	<u>993,322</u>	<u>-</u>	<u>993,322</u>	<u>1,992,739</u>	<u>-</u>	<u>1,992,739</u>
Total Assets	31,808,912	26,541,939	58,350,851	23,170,184	25,211,105	48,381,289
Liabilities						
Acquisition Loan	<u>-</u>	<u>11,706,800</u>	<u>11,706,800</u>	<u>-</u>	<u>13,170,150</u>	<u>13,170,150</u>
Net Assets Available for Benefits	<u>\$ 31,808,912</u>	<u>\$ 14,835,139</u>	<u>\$ 46,644,051</u>	<u>\$ 23,170,184</u>	<u>\$ 12,040,955</u>	<u>\$ 35,211,139</u>

See notes to financial statements.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2023 and 2022

	2023			2022		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
Additions to Net Assets Attributed to						
Net Unrealized Appreciation (Depreciation) in the Fair Value of Investments	\$ 4,058,298	\$ 5,018,655	\$ 9,076,953	\$ (1,276,044)	\$ (2,066,493)	\$ (3,342,537)
Net Realized Loss on the Sale of Investments	(15,280)	-	(15,280)	-	-	-
Employer Contributions	748,350	-	748,350	-	-	-
S Corporation Distributions Received	915,429	1,170,196	2,085,625	1,247,224	2,133,250	3,380,474
Allocation of Shares of Common Stock of Godshall's Quality Meats, Inc. at Fair Value 2023 - 8,983.7307 Shares; 2022 - 9,184.0712 Shares	3,687,821	-	3,687,821	3,144,167	-	3,144,167
Interest Income	114,386	-	114,386	24,650	-	24,650
Transfer Within Plan	(660,601)	660,601	-	261,625	(261,625)	-
Total Additions Net of Appreciation (Depreciation) in Fair Value of Investments	8,848,403	6,849,452	15,697,855	3,401,622	(194,868)	3,206,754
Deductions from Net Assets Attributed to						
Interest Expense	-	367,447	367,447	-	408,275	408,275
Benefit Distributions	98,350	-	98,350	121,483	-	121,483
Administrative Expenses	111,325	-	111,325	38,200	-	38,200
Allocation of Shares of Common Stock of Godshall's Quality Meats, Inc. at Fair Value 2023 - 8,983.7307 Shares; 2022 - 9,184.0712 Shares	-	3,687,821	3,687,821	-	3,144,167	3,144,167
Total Deductions	209,675	4,055,268	4,264,943	159,683	3,552,442	3,712,125
Change in Net Assets Available for Benefits	8,638,728	2,794,184	11,432,912	3,241,939	(3,747,310)	(505,371)
Net Assets Available for Benefits, Beginning of Year	23,170,184	12,040,955	35,211,139	19,928,245	15,788,265	35,716,510
Net Assets Available for Benefits, End of Year	\$ 31,808,912	\$ 14,835,139	\$ 46,644,051	\$ 23,170,184	\$ 12,040,955	\$ 35,211,139

See notes to financial statements.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

1. DESCRIPTION OF THE PLAN

The following description of the Godshall's Quality Meats Employee Stock Ownership Plan ("Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

Godshall's Quality Meats, Inc. (the Company) established the Godshall's Quality Meats Employee Stock Ownership Plan effective January 1, 2017. The Plan, as adopted, operates as a leveraged employee stock ownership plan (ESOP), and is designed to comply with Section 4975(e)(7) and the regulations thereunder of the Internal Revenue Code of 1986, as amended (IRC) and is designed to invest primarily in Company Stock, which at times shall meet the requirements for qualifying employer securities under Code Section 409(1). The purchase of Company Stock for the Plan may be made with the proceeds of an exempt loan that meets the requirements of Section 54.4975-7(b) of the Treasury Regulations and Section 2550.408(b)-3 of the Department of Labor Regulations, employer contributions, S Corporation distributions on qualified employer securities or a combination thereof. The Plan is subject to the applicable provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Upon adoption of the Plan, the Trustees established the Godshall's Quality Meats Employee Stock Ownership Plan Trust (the Trust). The Trust's purpose is to hold the assets of the Plan and fund benefits under the Plan. The Plan is administered by the Trustees through the Trust.

The Plan purchased Godshall's Quality Meats, Inc. stock using the proceeds of a loan between the Trust and Godshall's Quality Meats, Inc. The borrowing is to be repaid over a period of fifteen years by fully deductible Company contributions to the Trust. As the Plan makes each payment of principal, an appropriate percentage of stock will be allocated to eligible employees' accounts in accordance with applicable regulations under the IRC. The borrowing is collateralized by the unallocated shares of common stock. Godshall's Quality Meats, Inc. has no rights against the shares of common stock once they are allocated under the provisions of the ESOP. Accordingly, the financial statements of the Plan as of December 31, 2023 and 2022, and for the years then ended, present separate the assets and liabilities and changes therein pertaining to:

Allocated – the accounts of employees with rights in allocated common stock

Unallocated – the common stock not yet allocated to employees

Eligibility

An eligible participant is any person who has reached age 21, is an employee on the last day of the Plan year and has completed at least 1,000 hours of service during an eligibility computation period of twelve consecutive months. The following individuals shall not be eligible to participate in the Plan 1) leased employees 2) individuals whose employment with the Company or an affiliate is governed by a collective bargaining agreement between the Company and representatives of the employee bargaining unit if evidence exists that retirement benefits were a subject of good faith bargaining between the parties, and provided such bargaining agreement does not provide for participation in the Plan and 3) non-resident aliens who do not receive earned income from sources within the United States.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

1. DESCRIPTION OF THE PLAN (continued)

Contributions

Each year the Company's Board of Directors determines how much to contribute to the ESOP. The Company can make contributions in the form of cash, shares of Company stock, or through the release of shares as a result of payments made on an acquisition loan or any combination thereof.

If the Plan receives a cash contribution, it is allocated to individual participant accounts in the year contributed. Cash contributions are allocated to an eligible participant's account in the ratio that such participant's compensation for the Plan year bears to the total compensation of all eligible participants for the Plan year.

S Corporation distributions on Company stock acquired with the proceeds of an exempt loan and held in suspense shall be applied first to repay the principal and then interest on the exempt loan. After the payment of principal and interest, any remaining S Corporation distributions may be used to purchase Company stock or allocated to the accounts of participants in the same manner that employer cash contributions are allocated. S Corporation distributions on shares of Company stock not acquired with the proceeds of the exempt loan will be paid directly to active and inactive participant accounts. S Corporation distributions used to pay principal and interest are further classified as either allocated or unallocated based on the Plan's cumulative allocated shares as of the end of the prior year as a percentage of total shares owned by the Plan. Allocated S Corporation distributions are allocated to participant accounts based on each participant's beginning share balance plus any shares repurchased as a result of shares re-entering the Plan from terminated participants during the year as a proportion of cumulative shares released as the end of the prior year. Unallocated shares are allocated to participant's accounts based on each participant's eligible compensation as a percentage of total eligible compensation. The total allocated and unallocated S Corporation distributions plus any employer cash contributions made to fund the loan payment represent the total value of released shares for each participant.

The Plan does not permit a participant to make voluntary contributions to the Plan. All contributions to the Plan are nonparticipant directed. Employees become vested in employer contributions over the vesting period established by the Plan.

Payment of Benefits

On termination of service due to death, total disability, or attainment of normal retirement age, participant's benefit payments will begin to be made no later than one year after the close of the Plan year in which employment is terminated. When a participant terminates service due to other reasons, and the participant has a vested account balance greater than zero but less than \$5,000, his entire vested account shall be distributed as soon as administratively feasible. If the participant does not elect to receive the distribution directly or have such distribution paid in a direct rollover then the Plan will pay the distribution in a direct rollover to an individual retirement plan designated by the Plan Administrator. For vested balances exceeding \$5,000, benefits under the Plan will be paid in a series of substantially equal annual installments over a period not to exceed five years. Distributions of the participant's account shall begin no later than the end of the Plan year that contains the earlier of the sixth anniversary of the participant's termination date or the Plan year following the Plan year in which the inactive participant attains his normal retirement date. Benefit distributions are funded by the Company and treated as an employer cash contribution.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

1. DESCRIPTION OF THE PLAN (continued)

Payment of Benefits (continued)

Godshall's Quality Meats, Inc. is taxed as an S Corporation; therefore, participants do not have the right to receive a distribution from their ESOP account in shares of Company stock. Distributions of a participant's account balance shall be made in cash. Shares are repurchased by the Plan's active participants with the employer's cash contributions at the prior year's per share price.

Participant Accounts

The Plan is a defined contribution plan under which separate individual accounts are established for each participant. Each participant's account is credited as of the last day of each plan year with an allocation of shares of the Company's common stock released from the unallocated account, forfeitures of cash and shares of terminated participants' and any cash contributions made to the Plan. Only those participants who are eligible employees of the Company as of the last day of the plan year will receive an allocation.

Forfeitures

Forfeitures of terminated employees' non-vested accounts are allocated to active participants based upon the individual participant's compensation relative to that of all active participants. For the years ended December 31, 2023 and 2022 forfeitures were \$64,051 and \$125,259, respectively.

Vesting

Company contributions and earnings thereon vest based on the following schedule:

<u>Years of Service</u>	<u>Vested Interest</u>
Less than 2	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Participants become fully vested upon death, total disability or in the year they reach normal retirement age regardless of how many years of service they have provided to the Company.

Voting Rights

The Trustees are entitled to vote all shares of Company stock both allocated and unallocated held in the ESOP for all matters except with respect to the approval or disapproval of any corporate merger or consolidation, recapitalization, reclassification, liquidation, dissolution, sales of substantially all Company assets, or a tender offer. If these matters arise, the Plan participants may direct the Trustees on how to vote their shares of Company stock held in the ESOP.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

1. DESCRIPTION OF THE PLAN (continued)

Put Option

Under federal income tax regulations, the employer stock that is held by the Plan and its participants and is not readily tradable on an established market, or is subjected to trading limitations, must include a put option. The put option is a right to demand that the Company buy any shares of its stock distributed to participants for which there is no market. The put price is representative of the current value of the stock. The Company can pay for the purchase with interest over a period of five years. The purpose of the put option is to ensure that the participant has the ability to ultimately obtain cash.

Diversification

Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company common stock into investments which are more diversified. Participants who are at least 55 with at least ten years of participation in the Plan may elect to diversify a portion of their account. Diversification is offered to each eligible participant over a six-year period. In each of the first five years, a participant may diversify up to 25% of the number of shares allocated to his account, less any shares previously diversified. In the sixth year, the percentage changes to 50%. Participants who elect to diversify receive a cash distribution. The first year that diversification will be available to eligible participants will be 2027.

Segregated Cash

If a participant has terminated employment with the Company, the Company stock held in that participant's account may be exchanged for non-Company stock investments such as interest-bearing or non-interest bearing cash or other low risk investments or a mix thereof. Company stock held in the inactive participant's account shall be transferred in equivalent value to the Company stock accounts of all active participants. Allocations are based on the active participant's available cash in relation to total cash in all active participant accounts. The Plan transfers the Company's stock from employee's terminated to active participants annually. Segregated cash in the accounts of inactive participants at December 31, 2023 and 2022, was \$4,214,550 and \$2,290,985, respectively.

Plan Termination

Although it has not expressed any interest to do so, the Company has the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, the accounts of participants affected will become 100% vested. Distribution to participant accounts shall be in accordance with the terms of the Plan document. Additionally, shares remaining in the unallocated account will be sold to the extent necessary to repay the loan.

Plan Amendments

The Plan was amended on May 8, 2018, to clarify the definition of break in service to mean the employee was no longer employed with the Company or failed to complete more than five hundred hours of service for an applicable twelve consecutive months period. This amendment was effective on January 1, 2017.

The Plan was amended on May 13, 2019, to expand the definition of a participant's eligibility to receive employer contributions to include employees whose termination was a result of death, disability, or attainment of normal retirement age. This amendment was effective on January 1, 2018.

The Plan was amended on August 27, 2018, to redefine the definition of compensation to exclude wages earned prior to becoming a participant in the Plan. This amendment was effective on January 1, 2019.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The summary of significant accounting policies of the Plan is presented to assist in understanding the Plan's financial statements. The financial statements and notes are representations of the Plan's management, who is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Investment Valuation and Revenue Recognition

The shares of Godshall's Quality Meats, Inc. common stock are valued at fair value as determined by an independent business appraiser. Marketable securities are presented at fair value based on the quoted market prices of the underlying securities at the end of the year. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Purchases and sales of securities are recorded on a trade-date-basis. Realized gains and losses from security transactions are reported on the average cost method. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Most administrative expenses of maintaining the Plan are paid by the Plan.

3. INVESTMENTS

The Plan's investment in Godshall's Quality Meats, Inc. common stock is summarized as follows:

	2023		2022	
	Allocated	Unallocated	Allocated	Unallocated
Number of Shares	66,592.4152	64,657.5848	57,608.6845	73,641.3155
Fair Value	\$ 27,336,186	\$ 26,541,939	\$ 19,722,333	\$ 25,211,105
Cost	\$ 11,136,916	\$ 10,813,334	\$ 9,634,476	\$ 12,315,774

At December 31, 2023 and 2022, the Plan owned 131,250 or 31.65% of the Company's shares of issued and outstanding Class A voting common stock. Estimated fair value per share at December 31, 2023 and 2022, was \$410.50 and \$342.35, respectively.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

3. INVESTMENTS (continued)

The Plan began investing allocated excess cash into marketable securities during 2022. The fair value and costs of these investments at December 31, 2023 and 2022 is summarized as follows:

	2023		2022	
	Fair Value	Cost	Fair Value	Cost
Certificates of Deposit	\$ 606,915	\$ 610,000	\$ 145,776	\$ 150,000
Common Stock	503,253	458,447	310,088	332,130
Exchange Traded Funds	720,212	681,595	228,585	244,168
Corporate Bonds	1,614,487	1,630,743	762,220	788,221
Real Estate Investment Trust	10,794	10,459	-	-
	<u>3,455,661</u>	<u>3,391,244</u>	<u>1,446,669</u>	<u>1,514,519</u>
Interest Bearing Cash	<u>23,743</u>	<u>23,743</u>	<u>6,136</u>	<u>6,136</u>
	<u>\$ 3,479,404</u>	<u>\$ 3,414,987</u>	<u>\$ 1,452,805</u>	<u>\$ 1,520,655</u>

The Company directs all investment decisions.

When evaluating the investments for other-than-temporary impairment, the Company reviews factors such as length of time and extent to which fair value has been below cost basis, the financial condition of the issuer, and the Plan's ability and intent to hold the investment for a period of time, which may be sufficient for anticipated recovery in market values.

4. FAIR VALUE MEASUREMENTS

Accounting standards provide the 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 accounting standards are described below.

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;
- 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.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

4. FAIR VALUE MEASUREMENTS (continued)

The following tables present fair value measurement information for the Plan's investments at December 31, 2023 and 2022:

Assets at Fair Value As of December 31, 2023

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investments:				
Godshall's Quality Meats, Inc.				
Class A Voting Common Stock	\$ -	\$ -	\$ 53,878,125	\$ 53,878,125
Marketable Securities:				
Certificate of Deposits	-	606,915	-	606,915
Common Stock	503,253	-	-	503,253
Exchange Traded Funds	720,212	-	-	720,212
Corporate Bonds	-	1,614,487	-	1,614,487
Real Estate Investment Trust	10,794	-	-	10,794
	<u>1,234,259</u>	<u>2,221,402</u>	<u>-</u>	<u>3,455,661</u>
Interest Bearing Cash	<u>-</u>	<u>23,743</u>	<u>-</u>	<u>23,743</u>
Total Investments	<u>\$ 1,234,259</u>	<u>\$ 2,245,145</u>	<u>\$ 53,878,125</u>	<u>\$ 57,357,529</u>

Assets at Fair Value As of December 31, 2022

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investments:				
Godshall's Quality Meats, Inc.				
Class A Voting Common Stock	\$ -	\$ -	\$ 44,933,438	\$ 44,933,438
Marketable Securities:				
Certificate of Deposits	-	145,776	-	145,776
Common Stock	310,088	-	-	310,088
Exchange Traded Funds	228,585	-	-	228,585
Corporate Bonds	-	762,220	-	762,220
	<u>538,673</u>	<u>907,996</u>	<u>-</u>	<u>1,446,669</u>
Interest Bearing Cash	<u>-</u>	<u>6,136</u>	<u>-</u>	<u>6,136</u>
	<u>\$ 538,673</u>	<u>\$ 914,132</u>	<u>\$ 44,933,438</u>	<u>\$ 46,386,243</u>

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

4. FAIR VALUE MEASUREMENTS (continued)

Changes in the Plan's level 3 investment assets measured at fair value on a recurring basis are as follows:

	<u>2023</u>	<u>2022</u>
Balance at Beginning of Year	\$ 44,933,438	\$ 48,208,126
Net Appreciation (Depreciation) of Company Common Stock	<u>8,944,687</u>	<u>(3,274,688)</u>
Balance at End of Year	<u>\$ 53,878,125</u>	<u>\$ 44,933,438</u>

The Plan's policy is to recognize transfers into and out of level 3 as of the date of the event or change in circumstance that caused the transfer. For the years ended December 31, 2023 and 2022, there were no transfers into or out of level 3.

During the years ended December 31, 2023 and 2022, the fair value of the Plan's investments in market securities (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) \$116,986 and (\$67,850), respectively.

Following is a description of the valuation methodologies used for assets measured at fair value.

Certificate of Deposits – The fair value of fixed maturity certificates of deposit is estimated by discounting the future cash flows using rates currently offered for deposits of similar remaining maturity.

Common Stock, Exchange Traded Funds, and Real Estate Investment Trusts - Traded on public stock exchanges for which quoted prices are readily available.

Corporate Bonds - For debt securities held to maturity, fair values are based on quoted market prices or dealer quotes. For those securities where a quoted market price is not available, carrying amount is a reasonable estimate of fair value based upon comparison with similar securities.

Interest Bearing Cash - The fair value of interest-bearing checking accounts is the amount payable on demand at the reporting date.

Company stock - Fair value is based on an annual independent appraisal. This appraisal was based on a combination of the market approach (guideline public company method) and the income approach (discounted cash flow method). The appraiser considered historical and projected cash flows and net earnings, weighted average cost of capital, comparable markets and applicable discounts and premiums.

The Plan Trustees determine the fair value measurement policies and procedures. Those policies are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the level 3 fair value measurement are evaluated and adjusted, as necessary, based on current market conditions and other third-party information. There have been no changes in the methodology used to value the Company's common stock and interest bearing cash accounts used at December 31, 2023 and 2022.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

4. FAIR VALUE MEASUREMENTS (continued)

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

5. ADMINISTRATION OF PLAN ASSETS

The Plan's assets are held by the Trust established by the Plan.

Company contributions are held and managed by the Trustees, who invest cash received and make distributions to participants. The Trustees also administer the payment of interest and principal on the loan, which is reimbursed to the Trustees through contributions as determined by the Company.

6. ACQUISITION LOAN

On March 2, 2017, the Plan entered into a \$21,950,250 term loan agreement with the Company. The proceeds of the loan were used to purchase 131,250 shares of the Company's class A voting common stock. Unallocated shares "pledged stock" are collateral for the loan. Shares are released from collateral and allocated to participants when principal and interest payments are made. The number of shares released in any year is the number of shares held as collateral, multiplied by the ratio of the current year loan payment, divided by the total of the current year loan payment plus all future years' principal and interest payments. This resulted in 8,983.7307 shares being released and allocated for the plan year ended December 31, 2023, and 9,184.0712 shares being released and allocated for the plan year ended December 31, 2022. The agreement provides for the loan to be repaid over fifteen years. The fair value of the note payable as of December 31, 2023 and 2022, was \$11,706,800 and \$13,170,150, respectively. Annual principal installments payable by December 31 of each year, continue through to December 31, 2031. Interest is fixed at 2.79%, and the note may be prepaid without penalty. Future required principal repayments of the acquisition loan are as follows:

Year Ending December 31,	Amount
2024	\$ 1,463,350
2025	1,463,350
2026	1,463,350
2027	1,463,350
2028	1,463,350
Thereafter	4,390,050
	<u>\$ 11,706,800</u>

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN
Notes to Financial Statements
December 31, 2023 and 2022

7. RELATED-PARTY TRANSACTIONS

The Plan invests in Godshall's Quality Meats, Inc. class A voting common stock and has indebtedness with the Company. These are related party and party-in-interest transactions. The Plan has several service providers. Such parties are parties-in-interest under ERISA.

8. TAX STATUS OF THE PLAN

The Internal Revenue Service has determined and informed the Company by a letter dated April 3, 2018, that the Plan is qualified, and the trust established under the Plan is tax-exempt, under the applicable sections of IRC. The Plan is required to operate in conformity with the IRC to maintain its qualification. The Plan Administrator is not aware of any action or series of events that have occurred that might adversely affect the Plan's qualified status. 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 uncertain positions that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2023, 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 period in progress. The IRS retains the right to review filed tax returns, generally for three years after they were filed.

9. RISKS AND UNCERTAINTIES

The Plan investments consist primarily of the Company's common stock as well as other investments, which are exposed to various risks such as interest rate, credit, and overall volatility risks as well as valuation assumptions based on earnings and cash flows. Due to the level of risk associated with these investments and to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in the value of these investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

10. SUBSEQUENT EVENTS

The Plan Trustees have evaluated subsequent events through October 10, 2024, the date which the financial statements were available to be issued and did not identify any events or transactions requiring adjustment to or disclosure in the financial statements.

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN

EIN 82-2133389; PLAN #002

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

December 31, 2023

(a)	(b)	(c)	(d)	(e)
Identity of Issue	Description of Investment	Shares	Cost	Current Value
Godshall's Quality				
* Meats, Inc.	Shares of Common Stock	131,250	\$21,950,250	\$ 53,878,125
	Marketable Securities			
Abbvie, Inc.	Shares of Common Stock	50	7,070	7,749
Adobe, Inc.	Shares of Common Stock	30	12,248	17,898
Allegion Public Ltd	Shares of Common Stock	75	8,056	9,502
Alliant Energy Corp	Shares of Common Stock	250	13,448	12,825
Allstate Corp	Shares of Common Stock	75	8,576	10,498
Alphabet, Inc.	Shares of Common Stock	75	8,916	10,570
Apple, Inc.	Shares of Common Stock	50	8,335	9,627
Broadcom, Inc.	Shares of Common Stock	15	8,250	16,744
Caterpillar, Inc.	Shares of Common Stock	50	9,040	14,783
Cisco Systems, Inc.	Shares of Common Stock	175	8,004	8,841
Citigroup, Inc.	Shares of Common Stock	200	10,036	10,288
Costar Group Inc.	Shares of Common Stock	200	13,805	17,478
Cracker Barrel Old Count	Shares of Common Stock	75	7,373	5,781
Dow, Inc.	Shares of Common Stock	150	7,668	8,226
EOG Resources, Inc.	Shares of Common Stock	60	6,110	7,257
Fedex Corp	Shares of Common Stock	40	8,038	10,119
Generac Holding, Inc.	Shares of Common Stock	125	17,637	16,155
Gilead Sciences, Inc.	Shares of Common Stock	125	7,840	10,126
IBM Corp	Shares of Common Stock	50	6,590	8,177
Intel Corp	Shares of Common Stock	250	7,652	12,562
Johnson Controls Inter	Shares of Common Stock	150	8,216	8,646
Kimberly Clark Corp	Shares of Common Stock	75	9,564	9,113
Knife Riv Corp	Shares of Common Stock	100	3,641	6,618
Kornit Digital Ltd	Shares of Common Stock	750	19,453	14,370
Lyondellbasell Inds	Shares of Common Stock	75	6,402	7,131
M D U Resources Grp	Shares of Common Stock	400	8,277	7,920
Medtronic Plc	Shares of Common Stock	100	8,999	8,238
Microchip Technology	Shares of Common Stock	100	7,343	9,018
Motorola Solutions	Shares of Common Stock	30	7,129	9,393
Netflix, Inc.	Shares of Common Stock	35	7,903	17,041
Newmont Corp	Shares of Common Stock	350	13,587	14,486
NTNL Fuel Gas Co.	Shares of Common Stock	200	12,478	10,034
Packaging Corp of Am.	Shares of Common Stock	75	10,539	12,218
Paychex, Inc.	Shares of Common Stock	100	11,977	11,911
Prudential Finl	Shares of Common Stock	125	11,443	12,964
Rio Tinto PLC	Shares of Common Stock	200	13,543	14,892
Salesforce, Inc.	Shares of Common Stock	40	7,587	10,526
Sonoco Products Co	Shares of Common Stock	125	7,720	6,984
Southern Co	Shares of Common Stock	175	12,444	12,271
Truist Finl Corp	Shares of Common Stock	400	15,595	14,768
	Subtotal		\$ 388,532	\$ 443,748

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN

EIN 82-2133389; PLAN #002

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

December 31, 2023

(a)	(b)	(c)	(d)	(e)
	Identity of Issue	Description of Investment	Shares	Cost
				Current Value
		Subtotal Carried Forward		\$ 388,532
				\$ 443,748
	Veeva Systems, Inc.	Shares of Common Stock	40	7,701
	Verizon Communications	Shares of Common Stock	250	9,425
	Vertex Energy, Inc.	Shares of Common Stock	1,000	3,390
	Visa, Inc.	Shares of Common Stock	40	10,414
	Whirlpool Corp	Shares of Common Stock	100	12,177
	3M Co	Shares of Common Stock	150	16,398
		Total Common Stock		<u>458,447</u>
				<u>503,253</u>
	JP Morgan	Equity Premium Income ETF	3,850	211,673
	NASDAQ	Strategy Shares 7 Handl Index ETF	3,500	72,380
	Vanguard	Energy ETF	350	41,048
	Vanguard	Mid Cap Growth ETF	475	104,296
	Vanguard	Mid Cap Value ETF	650	94,257
	Vanguard	Russell 2000 Growth ETF	550	100,952
	Vanguard	Russell 2000 Value ETF	700	95,606
		Total Exchange Traded Funds		<u>681,595</u>
				<u>720,212</u>
	Blackrock	Floating Rate Income Instl	11,780	114,388
	Eaton Vance	Short Duration Strat Inc I	16,622	110,204
	Lord Abbett	Bond - Debenture	13,126	92,933
	Lord Abbett	Income I	147,681	363,296
	Lord Abbett	Short Duration Income I	40,556	156,141
	PIMCO	GNMA and Government Secs Instl	51,404	485,768
	Western Asset	Core Bond	18,429	198,846
	Buffalo	International	4,391	92,911
		Total Bonds		<u>1,630,743</u>
				<u>1,614,487</u>
	American Tower Corp	Real Estate Investment Trust	50	\$ 10,794

GODSHALL'S QUALITY MEATS EMPLOYEE STOCK OWNERSHIP PLAN

EIN 82-2133389; PLAN #002

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

December 31, 2023

(a)	(b)	(c)	(d)	(e)
	Identity of Issue	Description of Investment	Shares	Cost
				Current Value
	Bankunited, Inc.	Certificate of Deposit, \$50,000 par value, 4.85%, due 4/11/24	-	\$ 50,000
	JPMorgan Chase	Certificate of Deposit, \$50,000 par value, 3.35%, due 8/16/24	-	50,000
	Charles Schwab	Certificate of Deposit, \$100,000 par value, 4.85%, due 10/07/24	-	100,000
	Wells Fargo Bank	Certificate of Deposit, \$100,000 par value, 4.65%, due 04/14/25	-	100,000
	Barclays Bank	Certificate of Deposit, \$50,000 par value, 5.10%, due 07/28/25	-	50,000
	Ally Bank	Certificate of Deposit, \$50,000 par value, 3.40%, due 8/11/25	-	50,000
	Morgan Stanley	Certificate of Deposit, \$60,000 par value, 5.30%, due 10/20/25	-	60,000
	CFG Community Bank	Certificate of Deposit, \$50,000 par value, 3.80%, due 3/11/26	-	50,000
	Morgan Stanley	Certificate of Deposit, \$100,000 par value, 4.55%, due 04/13/26	-	100,000
		Total Certificate of Deposits		<u>610,000</u>
				<u>606,915</u>
		Total Marketable Securities		<u>3,391,244</u>
				<u>3,455,661</u>
	Charles Schwab	Cash		203
	Charles Schwab	Interest Bearing Cash- Sweep Account		5,748
	Charles Schwab	Money Fund - Schawb Government Money		17,792
		Total Interest Bearing Cash		<u>23,743</u>
				<u>23,743</u>
	Total Investments			<u>\$25,365,237</u>
				<u>\$ 57,357,529</u>

* Party-in-Interest, as defined by ERISA

Investments are not participant-directed