

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 HEATING & PLUMBING ENGINEERS, INC. 401(K) PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 05/01/1991
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) HEATING & PLUMBING ENGINEERS, INC. 407 FILLMORE PLACE COLORADO SPRINGS, CO 80907
2b	Employer Identification Number (EIN) 84-0440524
2c	Plan Sponsor's telephone number 719-633-5414
2d	Business code (see instructions) 238220

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.	10/15/2024	KELLY EUSTACE
	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	5 144
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) 58 6a(2) 60 6b 0 6c 87 6d 147 6e 1 6f 148 6g(1) 142 6g(2) 145 6h 5
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:

2F 2G 2J 2K 2S 2T 2E 3D

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

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

a Pension Schedules

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

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information) – Number Attached 0
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

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

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

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

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

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

Receipt Confirmation Code _____

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

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan HEATING & PLUMBING ENGINEERS, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 HEATING & PLUMBING ENGINEERS, INC.	D Employer Identification Number (EIN) 84-0440524	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

(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)

KESTRA INVESTMENT SERVICES LLC

35-2552359

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	38197	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 64 65	RECORDKEEPER	425	Yes ☒ No ☐	Yes ☒ No ☐	0	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>HEATING & PLUMBING ENGINEERS, INC. 401(K) 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>HEATING & PLUMBING ENGINEERS, INC.</u>	D Employer Identification Number (EIN) <u>84-0440524</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)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>AB US LG CP GR CIT W</u>			
b Name of sponsor of entity listed in (a): <u>GREAT GRAY TRUST COMPANY</u>			
c EIN-PN <u>38-4116831-509</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MID CAP GROWTH R1</u>			
b Name of sponsor of entity listed in (a): <u>GREAT GRAY TRUST COMPANY</u>			
c EIN-PN <u>38-4126247-549</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>18400</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GG TRP RET 2035 R1</u>			
b Name of sponsor of entity listed in (a): <u>GREAT GRAY TRUST COMPANY</u>			
c EIN-PN <u>38-7289835-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>870566</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>LRG CAP GRTH III R1</u>			
b Name of sponsor of entity listed in (a): <u>GREAT GRAY TRUST COMPANY</u>			
c EIN-PN <u>38-7275327-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>48223</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GG TRP RET 2020 R1</u>			
b Name of sponsor of entity listed in (a): <u>GREAT GRAY TRUST COMPANY</u>			
c EIN-PN <u>38-7289832-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>128411</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GG TRP RET 2025 R1</u>			
b Name of sponsor of entity listed in (a): <u>GREAT GRAY TRUST COMPANY</u>			
c EIN-PN <u>38-7289833-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1703330</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GG TRP RET 2055 R1</u>			
b Name of sponsor of entity listed in (a): <u>GREAT GRAY TRUST COMPANY</u>			
c EIN-PN <u>38-7289839-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>531932</u>	

a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL CAP GR II R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-4126288-592	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3071
a Name of MTIA, CCT, PSA, or 103-12 IE: STABLE VALUE FUND R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 85-4031707-653	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 28780
a Name of MTIA, CCT, PSA, or 103-12 IE: GG TRP RET 2040 R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-7289836-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 821303
a Name of MTIA, CCT, PSA, or 103-12 IE: GG TRP RET 2050 R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-7289838-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 315498
a Name of MTIA, CCT, PSA, or 103-12 IE: GG TRP RET 2045 R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-7289837-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 845902
a Name of MTIA, CCT, PSA, or 103-12 IE: PUTN LARGE CP VAL R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-4065329-426	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 16258
a Name of MTIA, CCT, PSA, or 103-12 IE: AC SMALL CAP VALUE		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-4097325-488	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 5006
a Name of MTIA, CCT, PSA, or 103-12 IE: GG TRP RET 2060 R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-7289840-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 333579
a Name of MTIA, CCT, PSA, or 103-12 IE: GG TRP RET 2065 R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-7289841-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 50001
a Name of MTIA, CCT, PSA, or 103-12 IE: GG TRP RET 2030 R1		
b Name of sponsor of entity listed in (a): GREAT GRAY TRUST COMPANY		
c EIN-PN 38-7289834-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1620068

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 HEATING & PLUMBING ENGINEERS, INC. 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 HEATING & PLUMBING ENGINEERS, INC.	D Employer Identification Number (EIN) 84-0440524	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	10587	0
(2) Participant contributions	1b(2)	26588	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	129246	29274
(9) Value of interest in common/collective trusts	1c(9)	362540	7340328
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	6181467	144332
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	0	0
(15) Other	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	6710428	7513934
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	6710428	7513934

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)	120973	
(B) Participants	2a(1)(B)	292467	
(C) Others (including rollovers)	2a(1)(C)	57742	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		471182
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	6617	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		6617
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3917	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		3917
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		468965
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		668703
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		1619384

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	748987	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		748987
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		28269
h Interest expense	2h		0
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Recordkeeping fees.....	2i(3)	425	
(4) IQPA audit fees.....	2i(4)	0	
(5) Investment advisory and investment management fees	2i(5)	38197	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)	0	
(8) Legal fees	2i(8)	0	
(9) Valuation/appraisal fees	2i(9)	0	
(10) Other trustee fees and expenses	2i(10)	0	
(11) Other expenses	2i(11)	0	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		38622
j Total expenses. Add all expense amounts in column (b) and enter total	2j		815878

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		803506
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **SSA PC**

(2) EIN: **84-0676265**

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.)	☒	☐	369580
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	☐	☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	☐	☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	☐	☒	
e Was this plan covered by a fidelity bond?	☒	☐	500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	☐	☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	☐	☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	☐	☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒	☐	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)	☐	☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	☐	☒	
l Has the plan failed to provide any benefit when due under the plan?	☐	☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	☐	☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	☐	☒	

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

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

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

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

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

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

A Name of plan HEATING & PLUMBING ENGINEERS, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 HEATING & PLUMBING ENGINEERS, INC.	D Employer Identification Number (EIN) 84-0440524

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-6568107 Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
---------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? 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
---	--

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

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

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

Schedule R (Form 5500) 2023
v. 230707

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No	
21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).	
☐ Design-based safe harbor method	
☐ "Prior year" ADP test	
☒ "Current year" ADP test	
☐ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter <u>06 / 30 / 2020</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q702438A</u> .	

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL INFORMATION WITH
INDEPENDENT AUDITOR'S REPORT**

DECEMBER 31, 2023 AND 2022

**HEATING & PLUMBING
ENGINEERS, INC.**

401(K) PLAN

EIN 84-0440524 PN 001

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INDEPENDENT AUDITOR'S REPORT

October 14, 2024

To the Plan Administrator of
Heating & Plumbing Engineers, Inc.
401(k) Plan
Colorado Springs, Colorado

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

We have performed audits of the accompanying financial statements of Heating & Plumbing Engineers, Inc. 401(k) 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 statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

Management has obtained certifications from Fidelity Management Trust Company, a qualified institution, as of December 31, 2023 and 2022, and for the years then ended stating that the certified investment information, as described in *Note C* to the financial statements, is complete and accurate.

SSA, P.C.
Certified Public Accountants

3355 American Drive, Suite 200
Colorado Springs, CO 80917-5707
719.574.0100
fax.380.9631
www.ssacpas.com

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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, which 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.

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

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 generally accepted auditing standards 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 generally accepted auditing standards, 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, which 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 certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Supplemental Schedules Required by ERISA

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

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

In our opinion—

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

SSA, p.c.

Colorado Springs, Colorado

Federal Employer Identification Number: 84-0676265

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments - at fair value	<u>\$ 7,484,660</u>	<u>\$ 6,544,007</u>
Receivables:		
Participant contributions	10,280	26,588
Employer contributions	4,308	10,587
Notes receivable from participants	<u>29,274</u>	<u>129,246</u>
Total receivables	<u>43,862</u>	<u>166,421</u>
TOTAL ASSETS	<u>7,528,522</u>	<u>6,710,428</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Contributions:		
Employer	\$ 125,281	\$ 144,368
Participants	302,747	293,802
Rollovers and other	<u>57,742</u>	<u>5,860</u>
Total contributions	<u>485,770</u>	<u>444,030</u>
Investment income (loss):		
Interest and dividends	3,917	390,934
Net appreciation (depreciation) in fair value of investments	<u>1,137,668</u>	<u>(1,735,220)</u>
Net investment income (loss)	<u>1,141,585</u>	<u>(1,344,286)</u>
Interest income on notes receivable from participants	<u>6,617</u>	<u>2,739</u>
TOTAL ADDITIONS	<u>1,633,972</u>	<u>(897,517)</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	777,256	424,349
Administrative expenses	<u>38,622</u>	<u>50,290</u>
TOTAL DEDUCTIONS	<u>815,878</u>	<u>474,639</u>
NET INCREASE (DECREASE)	818,094	(1,372,156)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>6,710,428</u>	<u>8,082,584</u>
End of year	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description:

The following description of the Heating & Plumbing Engineers, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the plan document and summary plan description for a more complete description of the Plan's provisions.

General:

The Plan is a participant-directed defined contribution plan provided by Heating & Plumbing Engineers, Inc. (the Company) covering all non-bargaining, full-time employees of the Company who have three months of service and are age 18 or older. It is subject to the provisions of the *Employee Retirement Income Security Act of 1974* (ERISA), as amended. Fidelity Management Trust Company is the trustee of the Plan. Fidelity Workplace Services LLC serves as the record keeper of the Plan.

Contributions:

Each year, participants may make traditional or Roth contributions up to the maximum of 75 percent of pretax annual compensation, as defined in the Plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan includes an auto-enrollment provision whereby all newly eligible employees are automatically enrolled in the Plan (traditional deferral at 6 percent) unless they affirmatively elect not to participate. Automatically enrolled participant's contributions are invested in a designated balanced fund based on their age until changed by the participant.

Employer matching contribution amounts are discretionary and are determined annually by the Company's board of directors. Contributions are subject to certain limitations. During the years ended December 31, 2023 and 2022, the Company's discretionary matching contribution was 50 percent of the first 6 percent of employee contributions. In addition, employees covered under Davis-Bacon Act contracts may receive additional employer contributions per the contract provisions for each specific job.

Participant Accounts:

Each participant's account is credited with the participant's contribution, allocation of the Company's contribution and plan earnings and any fees. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description (Continued):

Vesting:

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company's discretionary matching contribution portion of their accounts is based on years of continuous service. A participant is fully vested after two years of credited service, defined as 1,000 hours of continuous service during the plan year.

Forfeited Accounts:

Nonvested participants' accounts that are forfeited upon termination of service may be used to pay administrative expenses and/or reduce future employer contributions. Forfeitures used to pay administrative expenses for the years ending December 31, 2023 and 2022 were \$6,945 and \$17,672, respectively. At December 31, 2023 and 2022, forfeited nonvested accounts totaled \$7,996 and \$8,926, respectively.

Payment of Benefits:

Upon termination due to death, disability, retirement or separation of service, a participant is eligible for a distribution of his or her vested account balance. Participants are eligible for in-service distributions upon attaining age 59.5 and may take distributions from their rollover account at any time. The Plan allows for hardship withdrawals within certain limitations. Terminated participants with vested balances \$5,000 or less will have their balances distributed upon termination.

Notes Receivable from Participants:

Participants may borrow from their participant accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at local prevailing rates as determined by the plan administrator. Principal and interest is paid ratably through regular payroll deductions. All loans are repayable over a period not to exceed five years (except for loans for the purchase of a principal residence which are not to exceed ten years).

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments:

Basis of Accounting:

The accompanying financial statements are prepared under the accrual basis of accounting.

Notes Receivable from Participants:

Notes receivable from participants are reported at their unpaid principal balances plus any accrued but unpaid interest. Delinquent notes receivable from participants are recorded as distributions based upon the terms of the Plan document. No allowance for credit losses has been recorded as of December 31, 2023 or 2022.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan's 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 administrator determines the Plan's valuation policies utilizing information provided by the trustee. See *Note D* for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividend income is recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains (losses) on investments bought and sold as well as held during the year. Net realized and unrealized appreciation (depreciation) is recorded in the accompanying statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Investment Options:

Participants direct the investment of their contributions into various mutual fund and common collective trust investment options offered by the Plan. Participants may change their investment allocations at any time.

Payment of Benefits:

Benefits are recorded when paid.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments (Continued):

Administrative Expenses:

Fees related to the administration of the Plan or associated with the investment of Plan assets may be paid by the Plan or by the Company. Fees paid by the Plan are recorded as fees in the accompanying statement of changes in net assets available for benefits.

C. Certification of Plan Trustee:

The Company has elected the method of annual reporting compliance permitted by 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. Accordingly, Fidelity Management Trust Company, a qualified institution and trustee of the Plan, has certified the following information included in the accompanying financial statements and supplemental schedule of assets (held at year end) is complete and accurate:

- Investments and notes receivable from participants as shown in the accompanying statements of net assets available for benefits as of December 31, 2023 and 2022.
- Investment income (loss) and interest income on notes receivable from participants as shown in the accompanying statements of changes in net assets available for benefits for the years ended December 31, 2023 and 2022.
- Investments and notes receivable from participants as shown in the accompanying schedule of assets (held at year end) as of December 31, 2023.

The Plan's independent auditor did not perform auditing procedures with respect to this information except for comparing such information to the related information included in the accompanying financial statements and supplemental schedules.

D. Fair Value Measurements:

Financial Accounting Standards Board (FASB) Accounting Standards Codification (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) and the lowest priority to unobservable inputs (level 3).

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

- 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.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for identical or similar assets or liabilities in active or inactive markets.
- Inputs other than quoted prices that are observable for the asset or liability or 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 measurements.

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.

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 and common collective trust funds: Valued at quoted market prices, which represent the net asset values (NAV) of shares held by the Plan. Mutual funds and common collective trust funds held by the Plan are required to publish their daily NAV and to transact at that price. The mutual funds and common collective trust funds held by the Plan are deemed to be actively traded at December 31, 2023 and 2022.

Common Collective Trust - Stable Value Fund: The Great Gray Trust Stable Value Fund (the Stable Return Fund, rebranded from The Wilmington Stable Value Fund), is a common collective trust that is fully invested in Great Gray Trust Stable Value Funds, which is fully invested in contracts deemed to be fully benefit-responsive. The Plan reports its investment in the Stable Return fund at fair value using the net asset value of the units held by the fund at year-end as a practical expedient. This practical expedient would not be used if it is determined to be probable that the fund will sell the investments for an amount different from the reported net asset value. The Plan has no unfunded commitments relating to the Funds at December 31, 2023 or 2022. Participants may generally transact with the fund based on the daily net asset value. Plan sponsor or fiduciary initiated withdrawals from the Stable Return Fund may require a 12-month notice period for complete withdrawals.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Fair Value Measurements at December 31, 2023				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 144,333	\$ -	\$ -	\$ 144,333
Common collective trusts	7,311,547	-	-	7,311,547
Total	<u>\$ 7,455,880</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,455,880</u>
Investment measured at net asset value as a practical expedient**				<u>28,780</u>
				<u>\$ 7,484,660</u>

Fair Value Measurements at December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$ 6,181,467	\$ -	\$ -	\$ 6,181,467
Common Collective Trusts	362,540	-	-	362,540
	<u>\$ 6,544,007</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,544,007</u>

** In accordance with Subtopic 820-10, the Stable Return Fund was measured at NAV per share (or its equivalent) and has not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

E. Related Party and Party-in-Interest Transactions:

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an employee organization whose members are covered by the Plan, a person who owns 50 percent or more of such an employer or employee association or relatives of such persons.

The Plan paid administrative fees of \$425 and \$885 to the trustee and record keeper of the Plan during the years ended December 31, 2023 and 2022, respectively. The Plan also paid investment management fees of \$38,197 and \$38,405 during the years ended December 2023 and 2022, respectively. Additionally, the Plan paid audit fees of \$0 and \$11,000 during the years ended December 2023 and 2022, respectively. The Company provides certain administrative services at no cost to the Plan. The Plan invests in certain assets that are sponsored by the trustee.

F. Plan Tax Status:

The Plan operates under a non-standardized pre-approved profit sharing adoption agreement provided by FMR, LLC. This plan document has been filed with the appropriate agency and has obtained a favorable opinion letter, dated June 30, 2020, from the Internal Revenue Service stating that the pre-approved plan constitutes a qualified plan under Section 401 of the Internal Revenue Code and that the related trust was tax-exempt. The plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements for the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Management performs an annual analysis of the Plan's various tax positions, assessing the likelihood of those positions being upheld upon examination by relevant taxing authorities. Management believes the Plan has conducted its operations in accordance with applicable income tax reporting requirements, and has properly maintained its tax-exempt status, and has taken no material uncertain tax positions that qualify for recognition or disclosure in the financial statements.

G. Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

H. Nonexempt Party In Interest Transactions:

During 2023, 2022, and 2021, certain participant contributions and loan repayments in the amount of \$137,902, \$231,678, and \$5,949, respectively, were not remitted to the Plan timely and are considered to be delinquent under DOL Regulation 2510.3-102. Plan management is in the process of calculating lost earnings to correct participant accounts. Plan management does not believe these late remittances will have a material effect on the financial statements nor affect the qualified tax status of the Plan.

I. Risks and Uncertainties:

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

J. Reconciliation of Financial Statements to Form 5500:

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

	<u>2023</u>
Net assets available for benefits per the financial statements	\$ 7,528,522
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net assets available for benefits per Form 5500	<u><u>\$ 7,513,934</u></u>

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

	<u>2023</u>
Net increase per the financial statements	\$ 818,094
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net income per Form 5500	<u><u>\$ 803,506</u></u>

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

K. Subsequent Events:

The Plan did not have any subsequent events through the date of the Independent Auditor's Report, which is the date the financial statements were available to be issued, for events requiring recording or disclosure in the financial statements for the year ended December 31, 2023.

SUPPLEMENTAL INFORMATION

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001**

DECEMBER 31, 2023

**SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FORM 5500, SCHEDULE H, LINE 4a**

	PARTICIPANT CONTRIBUTION TRANSFERRED LATE TO PLAN	CONTRIBUTIONS NOT CORRECTED	CONTRIBUTIONS CORRECTED OUTSIDE VFCP	CONTRIBUTIONS PENDING CORRECTION IN VFCP	TOTAL FULLY CORRECTED UNDER VFCP AND PTE 2002-51
2023	\$ 137,902	\$ 137,902	\$ -	\$ -	\$ -
2022	231,678	231,678			
2021	5,949	5,949	-	-	-
	<u>\$ 375,529</u>	<u>\$ 375,529</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

All contributions were funded to the Plan during 2023, 2022, and 2021, respectively.
Plan management is working through the lost earnings calculation.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001

DECEMBER 31, 2023

SCHEDULE OF ASSETS (HELD AT END OF YEAR)
FORM 5500, SCHEDULE H, LINE 4i

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
*	Fidelity Small Cap Index	Mutual Fund	\$ 31,089
*	Fidelity 500 Index	Mutual Fund	28,852
	Victory Sycamore Established Value R6	Mutual Fund	19,124
*	Fidelity Advisor Total Bond Fund Z	Mutual Fund	17,642
	Victory RS International Fund R6	Mutual Fund	16,895
*	Fidelity Mid Cap Index	Mutual Fund	16,834
*	Fidelity Advisor Emerging Markets Fund	Mutual Fund	8,888
	JP Morgan Global Bond R6	Mutual Fund	3,340
*	Fidelity International Index Fund	Mutual Fund	846
*	Fidelity US Bond Index Fund	Mutual Fund	823
	Great Gray T. Rowe Price Retiree 2025 R1	Common Collective Trust	1,703,329
	Great Gray T. Rowe Price Retiree 2030 R1	Common Collective Trust	1,620,068
	Great Gray T. Rowe Price Retiree 2035 R1	Common Collective Trust	870,566
	Great Gray T. Rowe Price Retiree 2045 R1	Common Collective Trust	845,902
	Great Gray T. Rowe Price Retiree 2040 R1	Common Collective Trust	821,303
	Great Gray T. Rowe Price Retiree 2055 R1	Common Collective Trust	531,932
	Great Gray T. Rowe Price Retiree 2060 R1	Common Collective Trust	333,579
	Great Gray T. Rowe Price Retiree 2050 R1	Common Collective Trust	315,498
	Great Gray T. Rowe Price Retiree 2020 R1	Common Collective Trust	128,411
	Great Gray T. Rowe Price Retiree 2065 R1	Common Collective Trust	50,001
	Large Cap Growth III Fund R1	Common Collective Trust	48,223
	Mid Cap Growth Fund R1	Common Collective Trust	18,400
	Putnum Large Cap Value Fund R1	Common Collective Trust	16,258
	AC Small Cap Value Fund II R1	Common Collective Trust	5,006
	Small Cap Growth Fund II R1	Common Collective Trust	3,071
	Stable Value Fund R1	Common Collective Trust - SVF	28,780
Subtotal of investments			7,484,660
		Various maturity dates through October 2028; secured by participants' vested account balances; interest rates from 3.25% to 8.50%	
*	Notes Receivable From Participants		29,274
Total assets held			<u>\$ 7,513,934</u>
*	Party-in-interest		

Note: Disclosure of the investments' cost is not required because the investments are participant-directed.

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL INFORMATION WITH
INDEPENDENT AUDITOR'S REPORT**

DECEMBER 31, 2023 AND 2022

**HEATING & PLUMBING
ENGINEERS, INC.**

**401(K) PLAN
EIN 84-0440524 PN 001**

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INDEPENDENT AUDITOR'S REPORT

October 14, 2024

To the Plan Administrator of
Heating & Plumbing Engineers, Inc.
401(k) Plan
Colorado Springs, Colorado

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

We have performed audits of the accompanying financial statements of Heating & Plumbing Engineers, Inc. 401(k) 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 statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

Management has obtained certifications from Fidelity Management Trust Company, a qualified institution, as of December 31, 2023 and 2022, and for the years then ended stating that the certified investment information, as described in *Note C* to the financial statements, is complete and accurate.

SSA, P.C.
Certified Public Accountants

3355 American Drive, Suite 200
Colorado Springs, CO 80917-5707
719.574.0100
fax.380.9631
www.ssacpas.com

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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, which 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.

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

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 generally accepted auditing standards 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 generally accepted auditing standards, 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, which 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 certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Supplemental Schedules Required by ERISA

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

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

In our opinion—

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

SSA, p.c.

Colorado Springs, Colorado

Federal Employer Identification Number: 84-0676265

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments - at fair value	<u>\$ 7,484,660</u>	<u>\$ 6,544,007</u>
Receivables:		
Participant contributions	10,280	26,588
Employer contributions	4,308	10,587
Notes receivable from participants	<u>29,274</u>	<u>129,246</u>
Total receivables	<u>43,862</u>	<u>166,421</u>
TOTAL ASSETS	<u>7,528,522</u>	<u>6,710,428</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Contributions:		
Employer	\$ 125,281	\$ 144,368
Participants	302,747	293,802
Rollovers and other	<u>57,742</u>	<u>5,860</u>
Total contributions	<u>485,770</u>	<u>444,030</u>
Investment income (loss):		
Interest and dividends	3,917	390,934
Net appreciation (depreciation) in fair value of investments	<u>1,137,668</u>	<u>(1,735,220)</u>
Net investment income (loss)	<u>1,141,585</u>	<u>(1,344,286)</u>
Interest income on notes receivable from participants	<u>6,617</u>	<u>2,739</u>
TOTAL ADDITIONS	<u>1,633,972</u>	<u>(897,517)</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	777,256	424,349
Administrative expenses	<u>38,622</u>	<u>50,290</u>
TOTAL DEDUCTIONS	<u>815,878</u>	<u>474,639</u>
NET INCREASE (DECREASE)	818,094	(1,372,156)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>6,710,428</u>	<u>8,082,584</u>
End of year	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description:

The following description of the Heating & Plumbing Engineers, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the plan document and summary plan description for a more complete description of the Plan's provisions.

General:

The Plan is a participant-directed defined contribution plan provided by Heating & Plumbing Engineers, Inc. (the Company) covering all non-bargaining, full-time employees of the Company who have three months of service and are age 18 or older. It is subject to the provisions of the *Employee Retirement Income Security Act of 1974* (ERISA), as amended. Fidelity Management Trust Company is the trustee of the Plan. Fidelity Workplace Services LLC serves as the record keeper of the Plan.

Contributions:

Each year, participants may make traditional or Roth contributions up to the maximum of 75 percent of pretax annual compensation, as defined in the Plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan includes an auto-enrollment provision whereby all newly eligible employees are automatically enrolled in the Plan (traditional deferral at 6 percent) unless they affirmatively elect not to participate. Automatically enrolled participant's contributions are invested in a designated balanced fund based on their age until changed by the participant.

Employer matching contribution amounts are discretionary and are determined annually by the Company's board of directors. Contributions are subject to certain limitations. During the years ended December 31, 2023 and 2022, the Company's discretionary matching contribution was 50 percent of the first 6 percent of employee contributions. In addition, employees covered under Davis-Bacon Act contracts may receive additional employer contributions per the contract provisions for each specific job.

Participant Accounts:

Each participant's account is credited with the participant's contribution, allocation of the Company's contribution and plan earnings and any fees. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description (Continued):

Vesting:

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company's discretionary matching contribution portion of their accounts is based on years of continuous service. A participant is fully vested after two years of credited service, defined as 1,000 hours of continuous service during the plan year.

Forfeited Accounts:

Nonvested participants' accounts that are forfeited upon termination of service may be used to pay administrative expenses and/or reduce future employer contributions. Forfeitures used to pay administrative expenses for the years ending December 31, 2023 and 2022 were \$6,945 and \$17,672, respectively. At December 31, 2023 and 2022, forfeited nonvested accounts totaled \$7,996 and \$8,926, respectively.

Payment of Benefits:

Upon termination due to death, disability, retirement or separation of service, a participant is eligible for a distribution of his or her vested account balance. Participants are eligible for in-service distributions upon attaining age 59.5 and may take distributions from their rollover account at any time. The Plan allows for hardship withdrawals within certain limitations. Terminated participants with vested balances \$5,000 or less will have their balances distributed upon termination.

Notes Receivable from Participants:

Participants may borrow from their participant accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at local prevailing rates as determined by the plan administrator. Principal and interest is paid ratably through regular payroll deductions. All loans are repayable over a period not to exceed five years (except for loans for the purchase of a principal residence which are not to exceed ten years).

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments:

Basis of Accounting:

The accompanying financial statements are prepared under the accrual basis of accounting.

Notes Receivable from Participants:

Notes receivable from participants are reported at their unpaid principal balances plus any accrued but unpaid interest. Delinquent notes receivable from participants are recorded as distributions based upon the terms of the Plan document. No allowance for credit losses has been recorded as of December 31, 2023 or 2022.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan's 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 administrator determines the Plan's valuation policies utilizing information provided by the trustee. See *Note D* for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividend income is recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains (losses) on investments bought and sold as well as held during the year. Net realized and unrealized appreciation (depreciation) is recorded in the accompanying statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Investment Options:

Participants direct the investment of their contributions into various mutual fund and common collective trust investment options offered by the Plan. Participants may change their investment allocations at any time.

Payment of Benefits:

Benefits are recorded when paid.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments (Continued):

Administrative Expenses:

Fees related to the administration of the Plan or associated with the investment of Plan assets may be paid by the Plan or by the Company. Fees paid by the Plan are recorded as fees in the accompanying statement of changes in net assets available for benefits.

C. Certification of Plan Trustee:

The Company has elected the method of annual reporting compliance permitted by 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. Accordingly, Fidelity Management Trust Company, a qualified institution and trustee of the Plan, has certified the following information included in the accompanying financial statements and supplemental schedule of assets (held at year end) is complete and accurate:

- Investments and notes receivable from participants as shown in the accompanying statements of net assets available for benefits as of December 31, 2023 and 2022.
- Investment income (loss) and interest income on notes receivable from participants as shown in the accompanying statements of changes in net assets available for benefits for the years ended December 31, 2023 and 2022.
- Investments and notes receivable from participants as shown in the accompanying schedule of assets (held at year end) as of December 31, 2023.

The Plan's independent auditor did not perform auditing procedures with respect to this information except for comparing such information to the related information included in the accompanying financial statements and supplemental schedules.

D. Fair Value Measurements:

Financial Accounting Standards Board (FASB) Accounting Standards Codification (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) and the lowest priority to unobservable inputs (level 3).

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

- 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.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for identical or similar assets or liabilities in active or inactive markets.
- Inputs other than quoted prices that are observable for the asset or liability or 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 measurements.

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.

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 and common collective trust funds: Valued at quoted market prices, which represent the net asset values (NAV) of shares held by the Plan. Mutual funds and common collective trust funds held by the Plan are required to publish their daily NAV and to transact at that price. The mutual funds and common collective trust funds held by the Plan are deemed to be actively traded at December 31, 2023 and 2022.

Common Collective Trust - Stable Value Fund: The Great Gray Trust Stable Value Fund (the Stable Return Fund, rebranded from The Wilmington Stable Value Fund), is a common collective trust that is fully invested in Great Gray Trust Stable Value Funds, which is fully invested in contracts deemed to be fully benefit-responsive. The Plan reports its investment in the Stable Return fund at fair value using the net asset value of the units held by the fund at year-end as a practical expedient. This practical expedient would not be used if it is determined to be probable that the fund will sell the investments for an amount different from the reported net asset value. The Plan has no unfunded commitments relating to the Funds at December 31, 2023 or 2022. Participants may generally transact with the fund based on the daily net asset value. Plan sponsor or fiduciary initiated withdrawals from the Stable Return Fund may require a 12-month notice period for complete withdrawals.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Fair Value Measurements at December 31, 2023				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 144,333	\$ -	\$ -	\$ 144,333
Common collective trusts	7,311,547	-	-	7,311,547
Total	<u>\$ 7,455,880</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,455,880</u>
Investment measured at net asset value as a practical expedient**				<u>28,780</u>
				<u>\$ 7,484,660</u>

Fair Value Measurements at December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$ 6,181,467	\$ -	\$ -	\$ 6,181,467
Common Collective Trusts	362,540	-	-	362,540
	<u>\$ 6,544,007</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,544,007</u>

** In accordance with Subtopic 820-10, the Stable Return Fund was measured at NAV per share (or its equivalent) and has not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

E. Related Party and Party-in-Interest Transactions:

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an employee organization whose members are covered by the Plan, a person who owns 50 percent or more of such an employer or employee association or relatives of such persons.

The Plan paid administrative fees of \$425 and \$885 to the trustee and record keeper of the Plan during the years ended December 31, 2023 and 2022, respectively. The Plan also paid investment management fees of \$38,197 and \$38,405 during the years ended December 2023 and 2022, respectively. Additionally, the Plan paid audit fees of \$0 and \$11,000 during the years ended December 2023 and 2022, respectively. The Company provides certain administrative services at no cost to the Plan. The Plan invests in certain assets that are sponsored by the trustee.

F. Plan Tax Status:

The Plan operates under a non-standardized pre-approved profit sharing adoption agreement provided by FMR, LLC. This plan document has been filed with the appropriate agency and has obtained a favorable opinion letter, dated June 30, 2020, from the Internal Revenue Service stating that the pre-approved plan constitutes a qualified plan under Section 401 of the Internal Revenue Code and that the related trust was tax-exempt. The plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements for the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Management performs an annual analysis of the Plan's various tax positions, assessing the likelihood of those positions being upheld upon examination by relevant taxing authorities. Management believes the Plan has conducted its operations in accordance with applicable income tax reporting requirements, and has properly maintained its tax-exempt status, and has taken no material uncertain tax positions that qualify for recognition or disclosure in the financial statements.

G. Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

H. Nonexempt Party In Interest Transactions:

During 2023, 2022, and 2021, certain participant contributions and loan repayments in the amount of \$137,902, \$231,678, and \$5,949, respectively, were not remitted to the Plan timely and are considered to be delinquent under DOL Regulation 2510.3-102. Plan management is in the process of calculating lost earnings to correct participant accounts. Plan management does not believe these late remittances will have a material effect on the financial statements nor affect the qualified tax status of the Plan.

I. Risks and Uncertainties:

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

J. Reconciliation of Financial Statements to Form 5500:

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

	<u>2023</u>
Net assets available for benefits per the financial statements	\$ 7,528,522
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net assets available for benefits per Form 5500	<u><u>\$ 7,513,934</u></u>

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

	<u>2023</u>
Net increase per the financial statements	\$ 818,094
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net income per Form 5500	<u><u>\$ 803,506</u></u>

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

K. Subsequent Events:

The Plan did not have any subsequent events through the date of the Independent Auditor's Report, which is the date the financial statements were available to be issued, for events requiring recording or disclosure in the financial statements for the year ended December 31, 2023.

SUPPLEMENTAL INFORMATION

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001**

DECEMBER 31, 2023

**SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FORM 5500, SCHEDULE H, LINE 4a**

	PARTICIPANT CONTRIBUTION TRANSFERRED LATE TO PLAN	CONTRIBUTIONS NOT CORRECTED	CONTRIBUTIONS CORRECTED OUTSIDE VFCP	CONTRIBUTIONS PENDING CORRECTION IN VFCP	TOTAL FULLY CORRECTED UNDER VFCP AND PTE 2002-51
2023	\$ 137,902	\$ 137,902	\$ -	\$ -	\$ -
2022	231,678	231,678			
2021	5,949	5,949	-	-	-
	<u>\$ 375,529</u>	<u>\$ 375,529</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

All contributions were funded to the Plan during 2023, 2022, and 2021, respectively.
Plan management is working through the lost earnings calculation.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001

DECEMBER 31, 2023

SCHEDULE OF ASSETS (HELD AT END OF YEAR)
FORM 5500, SCHEDULE H, LINE 4i

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
*	Fidelity Small Cap Index	Mutual Fund	\$ 31,089
*	Fidelity 500 Index	Mutual Fund	28,852
	Victory Sycamore Established Value R6	Mutual Fund	19,124
*	Fidelity Advisor Total Bond Fund Z	Mutual Fund	17,642
	Victory RS International Fund R6	Mutual Fund	16,895
*	Fidelity Mid Cap Index	Mutual Fund	16,834
*	Fidelity Advisor Emerging Markets Fund	Mutual Fund	8,888
	JP Morgan Global Bond R6	Mutual Fund	3,340
*	Fidelity International Index Fund	Mutual Fund	846
*	Fidelity US Bond Index Fund	Mutual Fund	823
	Great Gray T. Rowe Price Retiree 2025 R1	Common Collective Trust	1,703,329
	Great Gray T. Rowe Price Retiree 2030 R1	Common Collective Trust	1,620,068
	Great Gray T. Rowe Price Retiree 2035 R1	Common Collective Trust	870,566
	Great Gray T. Rowe Price Retiree 2045 R1	Common Collective Trust	845,902
	Great Gray T. Rowe Price Retiree 2040 R1	Common Collective Trust	821,303
	Great Gray T. Rowe Price Retiree 2055 R1	Common Collective Trust	531,932
	Great Gray T. Rowe Price Retiree 2060 R1	Common Collective Trust	333,579
	Great Gray T. Rowe Price Retiree 2050 R1	Common Collective Trust	315,498
	Great Gray T. Rowe Price Retiree 2020 R1	Common Collective Trust	128,411
	Great Gray T. Rowe Price Retiree 2065 R1	Common Collective Trust	50,001
	Large Cap Growth III Fund R1	Common Collective Trust	48,223
	Mid Cap Growth Fund R1	Common Collective Trust	18,400
	Putnum Large Cap Value Fund R1	Common Collective Trust	16,258
	AC Small Cap Value Fund II R1	Common Collective Trust	5,006
	Small Cap Growth Fund II R1	Common Collective Trust	3,071
	Stable Value Fund R1	Common Collective Trust - SVF	28,780
Subtotal of investments			7,484,660
		Various maturity dates through October 2028; secured by participants' vested account balances; interest rates from 3.25% to 8.50%	
*	Notes Receivable From Participants		29,274
Total assets held			<u>\$ 7,513,934</u>
*	Party-in-interest		

Note: Disclosure of the investments' cost is not required because the investments are participant-directed.

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL INFORMATION WITH
INDEPENDENT AUDITOR'S REPORT**

DECEMBER 31, 2023 AND 2022

**HEATING & PLUMBING
ENGINEERS, INC.**

**401(K) PLAN
EIN 84-0440524 PN 001**

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INDEPENDENT AUDITOR'S REPORT

October 14, 2024

To the Plan Administrator of
Heating & Plumbing Engineers, Inc.
401(k) Plan
Colorado Springs, Colorado

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

We have performed audits of the accompanying financial statements of Heating & Plumbing Engineers, Inc. 401(k) 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 statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

Management has obtained certifications from Fidelity Management Trust Company, a qualified institution, as of December 31, 2023 and 2022, and for the years then ended stating that the certified investment information, as described in *Note C* to the financial statements, is complete and accurate.

SSA, P.C.
Certified Public Accountants

3355 American Drive, Suite 200
Colorado Springs, CO 80917-5707
719.574.0100
fax.380.9631
www.ssacpas.com

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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, which 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.

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

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 generally accepted auditing standards 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 generally accepted auditing standards, 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, which 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 certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Supplemental Schedules Required by ERISA

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

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

In our opinion—

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

SSA, p.c.

Colorado Springs, Colorado

Federal Employer Identification Number: 84-0676265

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments - at fair value	<u>\$ 7,484,660</u>	<u>\$ 6,544,007</u>
Receivables:		
Participant contributions	10,280	26,588
Employer contributions	4,308	10,587
Notes receivable from participants	<u>29,274</u>	<u>129,246</u>
Total receivables	<u>43,862</u>	<u>166,421</u>
TOTAL ASSETS	<u>7,528,522</u>	<u>6,710,428</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Contributions:		
Employer	\$ 125,281	\$ 144,368
Participants	302,747	293,802
Rollovers and other	<u>57,742</u>	<u>5,860</u>
Total contributions	<u>485,770</u>	<u>444,030</u>
Investment income (loss):		
Interest and dividends	3,917	390,934
Net appreciation (depreciation) in fair value of investments	<u>1,137,668</u>	<u>(1,735,220)</u>
Net investment income (loss)	<u>1,141,585</u>	<u>(1,344,286)</u>
Interest income on notes receivable from participants	<u>6,617</u>	<u>2,739</u>
TOTAL ADDITIONS	<u>1,633,972</u>	<u>(897,517)</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	777,256	424,349
Administrative expenses	<u>38,622</u>	<u>50,290</u>
TOTAL DEDUCTIONS	<u>815,878</u>	<u>474,639</u>
NET INCREASE (DECREASE)	818,094	(1,372,156)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>6,710,428</u>	<u>8,082,584</u>
End of year	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description:

The following description of the Heating & Plumbing Engineers, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the plan document and summary plan description for a more complete description of the Plan's provisions.

General:

The Plan is a participant-directed defined contribution plan provided by Heating & Plumbing Engineers, Inc. (the Company) covering all non-bargaining, full-time employees of the Company who have three months of service and are age 18 or older. It is subject to the provisions of the *Employee Retirement Income Security Act of 1974* (ERISA), as amended. Fidelity Management Trust Company is the trustee of the Plan. Fidelity Workplace Services LLC serves as the record keeper of the Plan.

Contributions:

Each year, participants may make traditional or Roth contributions up to the maximum of 75 percent of pretax annual compensation, as defined in the Plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan includes an auto-enrollment provision whereby all newly eligible employees are automatically enrolled in the Plan (traditional deferral at 6 percent) unless they affirmatively elect not to participate. Automatically enrolled participant's contributions are invested in a designated balanced fund based on their age until changed by the participant.

Employer matching contribution amounts are discretionary and are determined annually by the Company's board of directors. Contributions are subject to certain limitations. During the years ended December 31, 2023 and 2022, the Company's discretionary matching contribution was 50 percent of the first 6 percent of employee contributions. In addition, employees covered under Davis-Bacon Act contracts may receive additional employer contributions per the contract provisions for each specific job.

Participant Accounts:

Each participant's account is credited with the participant's contribution, allocation of the Company's contribution and plan earnings and any fees. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description (Continued):

Vesting:

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company's discretionary matching contribution portion of their accounts is based on years of continuous service. A participant is fully vested after two years of credited service, defined as 1,000 hours of continuous service during the plan year.

Forfeited Accounts:

Nonvested participants' accounts that are forfeited upon termination of service may be used to pay administrative expenses and/or reduce future employer contributions. Forfeitures used to pay administrative expenses for the years ending December 31, 2023 and 2022 were \$6,945 and \$17,672, respectively. At December 31, 2023 and 2022, forfeited nonvested accounts totaled \$7,996 and \$8,926, respectively.

Payment of Benefits:

Upon termination due to death, disability, retirement or separation of service, a participant is eligible for a distribution of his or her vested account balance. Participants are eligible for in-service distributions upon attaining age 59.5 and may take distributions from their rollover account at any time. The Plan allows for hardship withdrawals within certain limitations. Terminated participants with vested balances \$5,000 or less will have their balances distributed upon termination.

Notes Receivable from Participants:

Participants may borrow from their participant accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at local prevailing rates as determined by the plan administrator. Principal and interest is paid ratably through regular payroll deductions. All loans are repayable over a period not to exceed five years (except for loans for the purchase of a principal residence which are not to exceed ten years).

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments:

Basis of Accounting:

The accompanying financial statements are prepared under the accrual basis of accounting.

Notes Receivable from Participants:

Notes receivable from participants are reported at their unpaid principal balances plus any accrued but unpaid interest. Delinquent notes receivable from participants are recorded as distributions based upon the terms of the Plan document. No allowance for credit losses has been recorded as of December 31, 2023 or 2022.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan's 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 administrator determines the Plan's valuation policies utilizing information provided by the trustee. See *Note D* for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividend income is recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains (losses) on investments bought and sold as well as held during the year. Net realized and unrealized appreciation (depreciation) is recorded in the accompanying statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Investment Options:

Participants direct the investment of their contributions into various mutual fund and common collective trust investment options offered by the Plan. Participants may change their investment allocations at any time.

Payment of Benefits:

Benefits are recorded when paid.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments (Continued):

Administrative Expenses:

Fees related to the administration of the Plan or associated with the investment of Plan assets may be paid by the Plan or by the Company. Fees paid by the Plan are recorded as fees in the accompanying statement of changes in net assets available for benefits.

C. Certification of Plan Trustee:

The Company has elected the method of annual reporting compliance permitted by 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. Accordingly, Fidelity Management Trust Company, a qualified institution and trustee of the Plan, has certified the following information included in the accompanying financial statements and supplemental schedule of assets (held at year end) is complete and accurate:

- Investments and notes receivable from participants as shown in the accompanying statements of net assets available for benefits as of December 31, 2023 and 2022.
- Investment income (loss) and interest income on notes receivable from participants as shown in the accompanying statements of changes in net assets available for benefits for the years ended December 31, 2023 and 2022.
- Investments and notes receivable from participants as shown in the accompanying schedule of assets (held at year end) as of December 31, 2023.

The Plan's independent auditor did not perform auditing procedures with respect to this information except for comparing such information to the related information included in the accompanying financial statements and supplemental schedules.

D. Fair Value Measurements:

Financial Accounting Standards Board (FASB) Accounting Standards Codification (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) and the lowest priority to unobservable inputs (level 3).

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

- 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.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for identical or similar assets or liabilities in active or inactive markets.
- Inputs other than quoted prices that are observable for the asset or liability or 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 measurements.

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.

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 and common collective trust funds: Valued at quoted market prices, which represent the net asset values (NAV) of shares held by the Plan. Mutual funds and common collective trust funds held by the Plan are required to publish their daily NAV and to transact at that price. The mutual funds and common collective trust funds held by the Plan are deemed to be actively traded at December 31, 2023 and 2022.

Common Collective Trust - Stable Value Fund: The Great Gray Trust Stable Value Fund (the Stable Return Fund, rebranded from The Wilmington Stable Value Fund), is a common collective trust that is fully invested in Great Gray Trust Stable Value Funds, which is fully invested in contracts deemed to be fully benefit-responsive. The Plan reports its investment in the Stable Return fund at fair value using the net asset value of the units held by the fund at year-end as a practical expedient. This practical expedient would not be used if it is determined to be probable that the fund will sell the investments for an amount different from the reported net asset value. The Plan has no unfunded commitments relating to the Funds at December 31, 2023 or 2022. Participants may generally transact with the fund based on the daily net asset value. Plan sponsor or fiduciary initiated withdrawals from the Stable Return Fund may require a 12-month notice period for complete withdrawals.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Fair Value Measurements at December 31, 2023				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 144,333	\$ -	\$ -	\$ 144,333
Common collective trusts	7,311,547	-	-	7,311,547
Total	<u>\$ 7,455,880</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,455,880</u>
Investment measured at net asset value as a practical expedient**				<u>28,780</u>
				<u>\$ 7,484,660</u>

Fair Value Measurements at December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$ 6,181,467	\$ -	\$ -	\$ 6,181,467
Common Collective Trusts	362,540	-	-	362,540
	<u>\$ 6,544,007</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,544,007</u>

** In accordance with Subtopic 820-10, the Stable Return Fund was measured at NAV per share (or its equivalent) and has not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

E. Related Party and Party-in-Interest Transactions:

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an employee organization whose members are covered by the Plan, a person who owns 50 percent or more of such an employer or employee association or relatives of such persons.

The Plan paid administrative fees of \$425 and \$885 to the trustee and record keeper of the Plan during the years ended December 31, 2023 and 2022, respectively. The Plan also paid investment management fees of \$38,197 and \$38,405 during the years ended December 2023 and 2022, respectively. Additionally, the Plan paid audit fees of \$0 and \$11,000 during the years ended December 2023 and 2022, respectively. The Company provides certain administrative services at no cost to the Plan. The Plan invests in certain assets that are sponsored by the trustee.

F. Plan Tax Status:

The Plan operates under a non-standardized pre-approved profit sharing adoption agreement provided by FMR, LLC. This plan document has been filed with the appropriate agency and has obtained a favorable opinion letter, dated June 30, 2020, from the Internal Revenue Service stating that the pre-approved plan constitutes a qualified plan under Section 401 of the Internal Revenue Code and that the related trust was tax-exempt. The plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements for the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Management performs an annual analysis of the Plan's various tax positions, assessing the likelihood of those positions being upheld upon examination by relevant taxing authorities. Management believes the Plan has conducted its operations in accordance with applicable income tax reporting requirements, and has properly maintained its tax-exempt status, and has taken no material uncertain tax positions that qualify for recognition or disclosure in the financial statements.

G. Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

H. Nonexempt Party In Interest Transactions:

During 2023, 2022, and 2021, certain participant contributions and loan repayments in the amount of \$137,902, \$231,678, and \$5,949, respectively, were not remitted to the Plan timely and are considered to be delinquent under DOL Regulation 2510.3-102. Plan management is in the process of calculating lost earnings to correct participant accounts. Plan management does not believe these late remittances will have a material effect on the financial statements nor affect the qualified tax status of the Plan.

I. Risks and Uncertainties:

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

J. Reconciliation of Financial Statements to Form 5500:

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

	<u>2023</u>
Net assets available for benefits per the financial statements	\$ 7,528,522
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net assets available for benefits per Form 5500	<u><u>\$ 7,513,934</u></u>

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

	<u>2023</u>
Net increase per the financial statements	\$ 818,094
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net income per Form 5500	<u><u>\$ 803,506</u></u>

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

K. Subsequent Events:

The Plan did not have any subsequent events through the date of the Independent Auditor's Report, which is the date the financial statements were available to be issued, for events requiring recording or disclosure in the financial statements for the year ended December 31, 2023.

SUPPLEMENTAL INFORMATION

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001**

DECEMBER 31, 2023

**SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FORM 5500, SCHEDULE H, LINE 4a**

	PARTICIPANT CONTRIBUTION TRANSFERRED LATE TO PLAN	CONTRIBUTIONS NOT CORRECTED	CONTRIBUTIONS CORRECTED OUTSIDE VFCP	CONTRIBUTIONS PENDING CORRECTION IN VFCP	TOTAL FULLY CORRECTED UNDER VFCP AND PTE 2002-51
2023	\$ 137,902	\$ 137,902	\$ -	\$ -	\$ -
2022	231,678	231,678			
2021	5,949	5,949	-	-	-
	<u>\$ 375,529</u>	<u>\$ 375,529</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

All contributions were funded to the Plan during 2023, 2022, and 2021, respectively.
Plan management is working through the lost earnings calculation.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001

DECEMBER 31, 2023

SCHEDULE OF ASSETS (HELD AT END OF YEAR)
FORM 5500, SCHEDULE H, LINE 4i

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
*	Fidelity Small Cap Index	Mutual Fund	\$ 31,089
*	Fidelity 500 Index	Mutual Fund	28,852
	Victory Sycamore Established Value R6	Mutual Fund	19,124
*	Fidelity Advisor Total Bond Fund Z	Mutual Fund	17,642
	Victory RS International Fund R6	Mutual Fund	16,895
*	Fidelity Mid Cap Index	Mutual Fund	16,834
*	Fidelity Advisor Emerging Markets Fund	Mutual Fund	8,888
	JP Morgan Global Bond R6	Mutual Fund	3,340
*	Fidelity International Index Fund	Mutual Fund	846
*	Fidelity US Bond Index Fund	Mutual Fund	823
	Great Gray T. Rowe Price Retiree 2025 R1	Common Collective Trust	1,703,329
	Great Gray T. Rowe Price Retiree 2030 R1	Common Collective Trust	1,620,068
	Great Gray T. Rowe Price Retiree 2035 R1	Common Collective Trust	870,566
	Great Gray T. Rowe Price Retiree 2045 R1	Common Collective Trust	845,902
	Great Gray T. Rowe Price Retiree 2040 R1	Common Collective Trust	821,303
	Great Gray T. Rowe Price Retiree 2055 R1	Common Collective Trust	531,932
	Great Gray T. Rowe Price Retiree 2060 R1	Common Collective Trust	333,579
	Great Gray T. Rowe Price Retiree 2050 R1	Common Collective Trust	315,498
	Great Gray T. Rowe Price Retiree 2020 R1	Common Collective Trust	128,411
	Great Gray T. Rowe Price Retiree 2065 R1	Common Collective Trust	50,001
	Large Cap Growth III Fund R1	Common Collective Trust	48,223
	Mid Cap Growth Fund R1	Common Collective Trust	18,400
	Putnum Large Cap Value Fund R1	Common Collective Trust	16,258
	AC Small Cap Value Fund II R1	Common Collective Trust	5,006
	Small Cap Growth Fund II R1	Common Collective Trust	3,071
	Stable Value Fund R1	Common Collective Trust - SVF	28,780
Subtotal of investments			7,484,660
		Various maturity dates through October 2028; secured by participants' vested account balances; interest rates from 3.25% to 8.50%	
*	Notes Receivable From Participants		29,274
Total assets held			<u>\$ 7,513,934</u>
*	Party-in-interest		

Note: Disclosure of the investments' cost is not required because the investments are participant-directed.

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL INFORMATION WITH
INDEPENDENT AUDITOR'S REPORT**

DECEMBER 31, 2023 AND 2022

**HEATING & PLUMBING
ENGINEERS, INC.**

**401(K) PLAN
EIN 84-0440524 PN 001**

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INDEPENDENT AUDITOR'S REPORT

October 14, 2024

To the Plan Administrator of
Heating & Plumbing Engineers, Inc.
401(k) Plan
Colorado Springs, Colorado

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

We have performed audits of the accompanying financial statements of Heating & Plumbing Engineers, Inc. 401(k) 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 statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

Management has obtained certifications from Fidelity Management Trust Company, a qualified institution, as of December 31, 2023 and 2022, and for the years then ended stating that the certified investment information, as described in *Note C* to the financial statements, is complete and accurate.

SSA, P.C.
Certified Public Accountants

3355 American Drive, Suite 200
Colorado Springs, CO 80917-5707
719.574.0100
fax.380.9631
www.ssacpas.com

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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, which 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.

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

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 generally accepted auditing standards 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 generally accepted auditing standards, 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, which 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 certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

To the Plan Administrator of the
Heating & Plumbing Engineers, Inc.
401(k) Plan
October 14, 2024

Supplemental Schedules Required by ERISA

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

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

In our opinion—

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

SSA, p.c.

Colorado Springs, Colorado

Federal Employer Identification Number: 84-0676265

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments - at fair value	<u>\$ 7,484,660</u>	<u>\$ 6,544,007</u>
Receivables:		
Participant contributions	10,280	26,588
Employer contributions	4,308	10,587
Notes receivable from participants	<u>29,274</u>	<u>129,246</u>
Total receivables	<u>43,862</u>	<u>166,421</u>
TOTAL ASSETS	<u>7,528,522</u>	<u>6,710,428</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Contributions:		
Employer	\$ 125,281	\$ 144,368
Participants	302,747	293,802
Rollovers and other	<u>57,742</u>	<u>5,860</u>
Total contributions	<u>485,770</u>	<u>444,030</u>
Investment income (loss):		
Interest and dividends	3,917	390,934
Net appreciation (depreciation) in fair value of investments	<u>1,137,668</u>	<u>(1,735,220)</u>
Net investment income (loss)	<u>1,141,585</u>	<u>(1,344,286)</u>
Interest income on notes receivable from participants	<u>6,617</u>	<u>2,739</u>
TOTAL ADDITIONS	<u>1,633,972</u>	<u>(897,517)</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	777,256	424,349
Administrative expenses	<u>38,622</u>	<u>50,290</u>
TOTAL DEDUCTIONS	<u>815,878</u>	<u>474,639</u>
NET INCREASE (DECREASE)	818,094	(1,372,156)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>6,710,428</u>	<u>8,082,584</u>
End of year	<u><u>\$ 7,528,522</u></u>	<u><u>\$ 6,710,428</u></u>

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

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description:

The following description of the Heating & Plumbing Engineers, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the plan document and summary plan description for a more complete description of the Plan's provisions.

General:

The Plan is a participant-directed defined contribution plan provided by Heating & Plumbing Engineers, Inc. (the Company) covering all non-bargaining, full-time employees of the Company who have three months of service and are age 18 or older. It is subject to the provisions of the *Employee Retirement Income Security Act of 1974* (ERISA), as amended. Fidelity Management Trust Company is the trustee of the Plan. Fidelity Workplace Services LLC serves as the record keeper of the Plan.

Contributions:

Each year, participants may make traditional or Roth contributions up to the maximum of 75 percent of pretax annual compensation, as defined in the Plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan includes an auto-enrollment provision whereby all newly eligible employees are automatically enrolled in the Plan (traditional deferral at 6 percent) unless they affirmatively elect not to participate. Automatically enrolled participant's contributions are invested in a designated balanced fund based on their age until changed by the participant.

Employer matching contribution amounts are discretionary and are determined annually by the Company's board of directors. Contributions are subject to certain limitations. During the years ended December 31, 2023 and 2022, the Company's discretionary matching contribution was 50 percent of the first 6 percent of employee contributions. In addition, employees covered under Davis-Bacon Act contracts may receive additional employer contributions per the contract provisions for each specific job.

Participant Accounts:

Each participant's account is credited with the participant's contribution, allocation of the Company's contribution and plan earnings and any fees. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

A. Plan Description (Continued):

Vesting:

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company's discretionary matching contribution portion of their accounts is based on years of continuous service. A participant is fully vested after two years of credited service, defined as 1,000 hours of continuous service during the plan year.

Forfeited Accounts:

Nonvested participants' accounts that are forfeited upon termination of service may be used to pay administrative expenses and/or reduce future employer contributions. Forfeitures used to pay administrative expenses for the years ending December 31, 2023 and 2022 were \$6,945 and \$17,672, respectively. At December 31, 2023 and 2022, forfeited nonvested accounts totaled \$7,996 and \$8,926, respectively.

Payment of Benefits:

Upon termination due to death, disability, retirement or separation of service, a participant is eligible for a distribution of his or her vested account balance. Participants are eligible for in-service distributions upon attaining age 59.5 and may take distributions from their rollover account at any time. The Plan allows for hardship withdrawals within certain limitations. Terminated participants with vested balances \$5,000 or less will have their balances distributed upon termination.

Notes Receivable from Participants:

Participants may borrow from their participant accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at local prevailing rates as determined by the plan administrator. Principal and interest is paid ratably through regular payroll deductions. All loans are repayable over a period not to exceed five years (except for loans for the purchase of a principal residence which are not to exceed ten years).

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments:

Basis of Accounting:

The accompanying financial statements are prepared under the accrual basis of accounting.

Notes Receivable from Participants:

Notes receivable from participants are reported at their unpaid principal balances plus any accrued but unpaid interest. Delinquent notes receivable from participants are recorded as distributions based upon the terms of the Plan document. No allowance for credit losses has been recorded as of December 31, 2023 or 2022.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan's 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 administrator determines the Plan's valuation policies utilizing information provided by the trustee. See *Note D* for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividend income is recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains (losses) on investments bought and sold as well as held during the year. Net realized and unrealized appreciation (depreciation) is recorded in the accompanying statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Investment Options:

Participants direct the investment of their contributions into various mutual fund and common collective trust investment options offered by the Plan. Participants may change their investment allocations at any time.

Payment of Benefits:

Benefits are recorded when paid.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

B. Summary of Accounting Policies and Investments (Continued):

Administrative Expenses:

Fees related to the administration of the Plan or associated with the investment of Plan assets may be paid by the Plan or by the Company. Fees paid by the Plan are recorded as fees in the accompanying statement of changes in net assets available for benefits.

C. Certification of Plan Trustee:

The Company has elected the method of annual reporting compliance permitted by 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. Accordingly, Fidelity Management Trust Company, a qualified institution and trustee of the Plan, has certified the following information included in the accompanying financial statements and supplemental schedule of assets (held at year end) is complete and accurate:

- Investments and notes receivable from participants as shown in the accompanying statements of net assets available for benefits as of December 31, 2023 and 2022.
- Investment income (loss) and interest income on notes receivable from participants as shown in the accompanying statements of changes in net assets available for benefits for the years ended December 31, 2023 and 2022.
- Investments and notes receivable from participants as shown in the accompanying schedule of assets (held at year end) as of December 31, 2023.

The Plan's independent auditor did not perform auditing procedures with respect to this information except for comparing such information to the related information included in the accompanying financial statements and supplemental schedules.

D. Fair Value Measurements:

Financial Accounting Standards Board (FASB) Accounting Standards Codification (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) and the lowest priority to unobservable inputs (level 3).

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

- 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.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for identical or similar assets or liabilities in active or inactive markets.
- Inputs other than quoted prices that are observable for the asset or liability or 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 measurements.

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.

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 and common collective trust funds: Valued at quoted market prices, which represent the net asset values (NAV) of shares held by the Plan. Mutual funds and common collective trust funds held by the Plan are required to publish their daily NAV and to transact at that price. The mutual funds and common collective trust funds held by the Plan are deemed to be actively traded at December 31, 2023 and 2022.

Common Collective Trust - Stable Value Fund: The Great Gray Trust Stable Value Fund (the Stable Return Fund, rebranded from The Wilmington Stable Value Fund), is a common collective trust that is fully invested in Great Gray Trust Stable Value Funds, which is fully invested in contracts deemed to be fully benefit-responsive. The Plan reports its investment in the Stable Return fund at fair value using the net asset value of the units held by the fund at year-end as a practical expedient. This practical expedient would not be used if it is determined to be probable that the fund will sell the investments for an amount different from the reported net asset value. The Plan has no unfunded commitments relating to the Funds at December 31, 2023 or 2022. Participants may generally transact with the fund based on the daily net asset value. Plan sponsor or fiduciary initiated withdrawals from the Stable Return Fund may require a 12-month notice period for complete withdrawals.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

D. Fair Value Measurements (Continued):

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Fair Value Measurements at December 31, 2023				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 144,333	\$ -	\$ -	\$ 144,333
Common collective trusts	7,311,547	-	-	7,311,547
Total	<u>\$ 7,455,880</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,455,880</u>
Investment measured at net asset value as a practical expedient**				<u>28,780</u>
				<u>\$ 7,484,660</u>

Fair Value Measurements at December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$ 6,181,467	\$ -	\$ -	\$ 6,181,467
Common Collective Trusts	362,540	-	-	362,540
	<u>\$ 6,544,007</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,544,007</u>

** In accordance with Subtopic 820-10, the Stable Return Fund was measured at NAV per share (or its equivalent) and has not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

E. Related Party and Party-in-Interest Transactions:

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an employee organization whose members are covered by the Plan, a person who owns 50 percent or more of such an employer or employee association or relatives of such persons.

The Plan paid administrative fees of \$425 and \$885 to the trustee and record keeper of the Plan during the years ended December 31, 2023 and 2022, respectively. The Plan also paid investment management fees of \$38,197 and \$38,405 during the years ended December 2023 and 2022, respectively. Additionally, the Plan paid audit fees of \$0 and \$11,000 during the years ended December 2023 and 2022, respectively. The Company provides certain administrative services at no cost to the Plan. The Plan invests in certain assets that are sponsored by the trustee.

F. Plan Tax Status:

The Plan operates under a non-standardized pre-approved profit sharing adoption agreement provided by FMR, LLC. This plan document has been filed with the appropriate agency and has obtained a favorable opinion letter, dated June 30, 2020, from the Internal Revenue Service stating that the pre-approved plan constitutes a qualified plan under Section 401 of the Internal Revenue Code and that the related trust was tax-exempt. The plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements for the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Management performs an annual analysis of the Plan's various tax positions, assessing the likelihood of those positions being upheld upon examination by relevant taxing authorities. Management believes the Plan has conducted its operations in accordance with applicable income tax reporting requirements, and has properly maintained its tax-exempt status, and has taken no material uncertain tax positions that qualify for recognition or disclosure in the financial statements.

G. Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

H. Nonexempt Party In Interest Transactions:

During 2023, 2022, and 2021, certain participant contributions and loan repayments in the amount of \$137,902, \$231,678, and \$5,949, respectively, were not remitted to the Plan timely and are considered to be delinquent under DOL Regulation 2510.3-102. Plan management is in the process of calculating lost earnings to correct participant accounts. Plan management does not believe these late remittances will have a material effect on the financial statements nor affect the qualified tax status of the Plan.

I. Risks and Uncertainties:

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

J. Reconciliation of Financial Statements to Form 5500:

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

	<u>2023</u>
Net assets available for benefits per the financial statements	\$ 7,528,522
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net assets available for benefits per Form 5500	<u><u>\$ 7,513,934</u></u>

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

	<u>2023</u>
Net increase per the financial statements	\$ 818,094
Contributions receivable at December 31, 2023	<u>(14,588)</u>
Net income per Form 5500	<u><u>\$ 803,506</u></u>

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN**

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

K. Subsequent Events:

The Plan did not have any subsequent events through the date of the Independent Auditor's Report, which is the date the financial statements were available to be issued, for events requiring recording or disclosure in the financial statements for the year ended December 31, 2023.

SUPPLEMENTAL INFORMATION

**HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001**

DECEMBER 31, 2023

**SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FORM 5500, SCHEDULE H, LINE 4a**

	PARTICIPANT CONTRIBUTION TRANSFERRED LATE TO PLAN	CONTRIBUTIONS NOT CORRECTED	CONTRIBUTIONS CORRECTED OUTSIDE VFCP	CONTRIBUTIONS PENDING CORRECTION IN VFCP	TOTAL FULLY CORRECTED UNDER VFCP AND PTE 2002-51
2023	\$ 137,902	\$ 137,902	\$ -	\$ -	\$ -
2022	231,678	231,678			
2021	5,949	5,949	-	-	-
	<u>\$ 375,529</u>	<u>\$ 375,529</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

All contributions were funded to the Plan during 2023, 2022, and 2021, respectively.
Plan management is working through the lost earnings calculation.

HEATING & PLUMBING ENGINEERS, INC.
401(K) PLAN
EIN 84-0440524
PLAN 001

DECEMBER 31, 2023

SCHEDULE OF ASSETS (HELD AT END OF YEAR)
FORM 5500, SCHEDULE H, LINE 4i

(a)	(b) IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT	(e) CURRENT VALUE
*	Fidelity Small Cap Index	Mutual Fund	\$ 31,089
*	Fidelity 500 Index	Mutual Fund	28,852
	Victory Sycamore Established Value R6	Mutual Fund	19,124
*	Fidelity Advisor Total Bond Fund Z	Mutual Fund	17,642
	Victory RS International Fund R6	Mutual Fund	16,895
*	Fidelity Mid Cap Index	Mutual Fund	16,834
*	Fidelity Advisor Emerging Markets Fund	Mutual Fund	8,888
	JP Morgan Global Bond R6	Mutual Fund	3,340
*	Fidelity International Index Fund	Mutual Fund	846
*	Fidelity US Bond Index Fund	Mutual Fund	823
	Great Gray T. Rowe Price Retiree 2025 R1	Common Collective Trust	1,703,329
	Great Gray T. Rowe Price Retiree 2030 R1	Common Collective Trust	1,620,068
	Great Gray T. Rowe Price Retiree 2035 R1	Common Collective Trust	870,566
	Great Gray T. Rowe Price Retiree 2045 R1	Common Collective Trust	845,902
	Great Gray T. Rowe Price Retiree 2040 R1	Common Collective Trust	821,303
	Great Gray T. Rowe Price Retiree 2055 R1	Common Collective Trust	531,932
	Great Gray T. Rowe Price Retiree 2060 R1	Common Collective Trust	333,579
	Great Gray T. Rowe Price Retiree 2050 R1	Common Collective Trust	315,498
	Great Gray T. Rowe Price Retiree 2020 R1	Common Collective Trust	128,411
	Great Gray T. Rowe Price Retiree 2065 R1	Common Collective Trust	50,001
	Large Cap Growth III Fund R1	Common Collective Trust	48,223
	Mid Cap Growth Fund R1	Common Collective Trust	18,400
	Putnum Large Cap Value Fund R1	Common Collective Trust	16,258
	AC Small Cap Value Fund II R1	Common Collective Trust	5,006
	Small Cap Growth Fund II R1	Common Collective Trust	3,071
	Stable Value Fund R1	Common Collective Trust - SVF	28,780
Subtotal of investments			7,484,660
		Various maturity dates through October 2028; secured by participants' vested account balances; interest rates from 3.25% to 8.50%	
*	Notes Receivable From Participants		29,274
Total assets held			<u>\$ 7,513,934</u>
*	Party-in-interest		

Note: Disclosure of the investments' cost is not required because the investments are participant-directed.