

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 ROCKROSE DEVELOPMENT LLC 401(K) PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 09/29/2009
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) ROCKROSE DEVELOPMENT, LLC 15 EAST 26TH STREET, 7TH FL NEW YORK, NY 10010
2b	Employer Identification Number (EIN) 38-3982874
2c	Plan Sponsor's telephone number 212-847-3700
2d	Business code (see instructions) 531110

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.	10/20/2024	JUSTIN ELGHANAYAN
	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 ROCKROSE DEVELOPMENT, LLC c Plan Name ROCKROSE DEVELOPMENT, LLC 401(K) PLAN	4b EIN 27-0939845 4d PN 001
5 Total number of participants at the beginning of the plan year	5 139
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) 91 6a(2) 73 6b 0 6c 67 6d 140 6e 1 6f 141 6g(1) 138 6g(2) 140 6h 2
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 3D 2G 2J 2K 2T

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

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

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

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan ROCKROSE DEVELOPMENT LLC 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 ROCKROSE DEVELOPMENT, LLC	D Employer Identification Number (EIN) 38-3982874	

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

(a) Name of insurance carrier
VOYA FINANCIAL

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
71-0294708	86509	878909	142	01/01/2023	12/31/2023

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

(a) Total amount of commissions paid 48233	(b) Total amount of fees paid 0
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3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
SECURIAN FINANCIAL SERVICES, INC. 400 ROBERT STREET N
SAINT PAUL, MN 55101

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
31683	0		3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
CETERA ADVISOR NETWORKS, LLC 200 N SEPULVEDA BLVD STE 1200
EL SEGUNDO, CA 90245

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
16550	0		3

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end	4	1262644
5 Current value of plan's interest under this contract in separate accounts at year end.....	5	20343700

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier**6b****c** Premiums due but unpaid at the end of the year.....**6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount.**6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☒ deposit administration (2) ☐ immediate participation guarantee(3) ☐ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year**7b**

1388683

c Additions: (1) Contributions deposited during the year**7c(1)**

62227

(2) Dividends and credits

7c(2)

0

(3) Interest credited during the year

7c(3)

62559

(4) Transferred from separate account.....

7c(4)

0

(5) Other (specify below)

7c(5)

5840

▶ LOAN REPAYMENTS

(6) Total additions.....

7c(6)

130626

d Total of balance and additions (add lines **7b** and **7c(6)**)**7d**

1519309

e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year

7e(1)

102571

(2) Administration charge made by carrier

7e(2)

21386

(3) Transferred to separate account.....

7e(3)

109973

(4) Other (specify below)

7e(4)

22735

▶ LOAN DISBURSEMENTS

(5) Total deductions.....

7e(5)

256665

f Balance at the end of the current year (subtract line **7e(5)** from line **7d**)**7f**

1262644

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE 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 ROCKROSE DEVELOPMENT LLC 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 ROCKROSE DEVELOPMENT, LLC	D Employer Identification Number (EIN) 38-3982874	

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
VOYA RETIREMENT INSURANCE AND ANNUI
71-0294708

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

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

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

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

WAGNER PENSION SERVICES, LLC

04-2530412

(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?
99	SERVICE PROVIDER	7900	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

VOYA RETIREMENT INSURANCE AND ANNUI

71-0294708

(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?
26 27 99	SERVICE PROVIDER	0	Yes ☒ No ☐	Yes ☒ No ☐	9807	Yes ☐ No ☒

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

MORNINGSTAR

36-3297908

(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	SERVICE PROVIDER	0	Yes ☒ No ☐	Yes ☐ No ☒	9807	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
VOYA RETIREMENT INSURANCE AND ANNUITY	27	9807

(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.
71-0294708	SERVICE PROVIDER

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
MORNINGSTAR	27	9807

(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.
71-0294708	SERVICE PROVIDER

(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 G (Form 5500) Department of Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	Financial Transaction Schedules 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.
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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 ROCKROSE DEVELOPMENT LLC 401(K) PLAN	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 ROCKROSE DEVELOPMENT, LLC	D Employer Identification Number (EIN) 38-3982874

Part I	Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible Complete as many entries as needed to report all loans or fixed income obligations in default or classified as uncollectible. Check box (a) if obligor is known to be a party in interest. Attach Overdue Loan Explanation for each loan listed. See Instructions.				
(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

Part II Schedule of Leases in Default or Classified as Uncollectible

Complete as many entries as needed to report all leases in default or classified as uncollectible. Check box (a) if lessor or lessee is known to be a party in interest. Attach Overdue Lease Explanation for each lease listed. (See instructions)

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

Part III Nonexempt Transactions

Complete as many entries as needed to report all nonexempt transactions. **Caution:** If a nonexempt prohibited transaction occurred with respect to a disqualified person, file Form 5330 with the IRS to pay the excise tax on the transaction.

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

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 ROCKROSE DEVELOPMENT LLC 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 ROCKROSE DEVELOPMENT, LLC	D Employer Identification Number (EIN) 38-3982874	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	284081	311720
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	453076	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)	232498	246926
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	15907630	20343700
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	1388683	1262644
(15) Other	1c(15)	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	18265968	22164990
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	22100	7900
k Total liabilities (add all amounts in lines 1g through 1j)	1k	22100	7900
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	18243868	22157090

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)	311720	
(B) Participants	2a(1)(B)	926508	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1238228
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)	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)	13611	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		13611
(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)	39223	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		39223
(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)		
(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)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		3218441
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		4509503

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	586964	
(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)		586964
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
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)	0	
(4) IQPA audit fees.....	2i(4)	0	
(5) Investment advisory and investment management fees	2i(5)	0	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)	7900	
(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)	1417	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		9317
j Total expenses. Add all expense amounts in column (b) and enter total	2j		596281

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		3913222
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: **NAWROCKI SMITH**

(2) EIN: **74-3216978**

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		5000000
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	B Three-digit plan number (PN)	
ROCKROSE DEVELOPMENT LLC 401(K) PLAN	001	
C Plan sponsor's name as shown on line 2a of Form 5500	D Employer Identification Number (EIN)	
ROCKROSE DEVELOPMENT, LLC	38-3982874	

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

1	Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	0
2	Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): _____ 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.)
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4	Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.				
5	If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6	a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
	b Enter the amount contributed by the employer to the plan for this plan year	6b		
	c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.				
7	Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8	If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☐ N/A

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

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

a Enter the percentage of plan assets held as:

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

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

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

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

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

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

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

☐ Yes.

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

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

☐ No. Other. Provide explanation. _____

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

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

☐ Design-based safe harbor method

☐ "Prior year" ADP test

☒ "Current year" ADP test

☐ N/A

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter 06 / 30 / 2020 (MM/DD/YYYY) and the Opinion Letter serial number Q702751A.

**ROCKROSE DEVELOPMENT LLC
401(K) PLAN**

**FINANCIAL STATEMENTS
TOGETHER WITH AUDITOR'S REPORT**

**AS OF DECEMBER 31, 2023 AND 2022
AND FOR THE YEAR ENDED
DECEMBER 31, 2023**

**ROCKROSE DEVELOPMENT LLC 401(k) PLAN
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE**

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Notes to Financial Statements	7
Supplemental Schedule:	
Schedule of Assets (Held at End of Year)	14



NawrockiSmith
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator of the
Rockrose Development LLC 401(k) Plan:

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

We have performed an audit of the financial statements of the Rockrose Development LLC 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 statement of net assets available for benefits as of December 31, 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained a certification from a qualified institution as of December 31, 2023 and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 6 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the accompanying financial statements related to assets held by and certified to by 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).

NawrockiSmith

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatements 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.

NawrockiSmith

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to certified investment information, except for obtaining and reading the certification, comparing the certified investment information with 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.

Supplemental Schedule Required by ERISA

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

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

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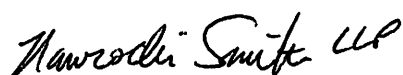
In our opinion:

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

Auditor's Report on the 2022 Financial Statements

Predecessor auditors performed an audit of the 2022 financial statements of the Rockrose Development LLC 401(k) Plan. 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, the prior year audit did not extend to any statements or information related to assets held for investment of the plan that were certified by a qualified institution. Their report dated October 13, 2023 indicated that (a) the amounts and disclosures in the 2022 financial statements, other than those agreed to or derived from the certified investment information, were presented fairly, in all material respects, in accordance with accounting principals generally accepted in the United States of America, and (b) the information in the 2022 financial statements 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). Their report also indicated that the form and content of the 2022 supplemental schedule, other than the information in the 2022 supplemental schedule that agreed to or is derived from the certified investment information, was presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA; and the information in the 2022 supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determines meets the requirements of ERISA Section 103(a)(3)(C).

Hauppauge, New York
October 15, 2024



ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments, at fair value:		
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 16,360,706</u>
Total investments, at fair value	<u>20,343,700</u>	<u>16,360,706</u>
Investments, at contract value:		
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>21,606,344</u>	<u>17,749,389</u>
Receivables:		
Employer contributions receivable	311,720	284,081
Notes receivable from participants	<u>246,926</u>	<u>232,498</u>
Total receivables	<u>558,646</u>	<u>516,579</u>
Total assets	<u>22,164,990</u>	<u>18,265,968</u>
LIABILITIES:		
Accrued expenses	<u>7,900</u>	<u>22,100</u>
Total liabilities	<u>7,900</u>	<u>22,100</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 22,157,090</u></u>	<u><u>\$ 18,243,868</u></u>

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

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2023**

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Investment income -	
Net appreciation in fair value of investments	\$ 3,218,441
Dividends	39,223
Total investment income	3,257,664
Interest on participant loans	13,611
Contributions -	
Employee	926,508
Employer	311,720
Total contributions	1,238,228
Total additions	4,509,503

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefit payments	586,964
Administrative expenses	9,317
Total deductions	596,281
Net increase	3,913,222
NET ASSETS AVAILABLE FOR BENEFITS, BEGINNING OF YEAR	18,243,868
NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	\$ 22,157,090

The accompanying notes to financial statements
are an integral part of this statement.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

1) Plan Description:

The following description of the Rockrose Development LLC 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

Background -

Rockrose Development LLC (the "Company") established the Plan on September 29, 2009. The Plan is a defined contribution plan covering all eligible employees, as defined in the Plan document, who have attained the age of 21 and completed six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Plan Contributions -

Participants may contribute pre-tax compensation, as defined in the Plan, and Roth elective deferrals subject to Internal Revenue Service ("IRS") statutory limitations by means of payroll deductions. Participants who have attained the age of fifty 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 contribution plans.

The Company contributes a fixed matching contribution equal to 50% of the participants' deferral up to 6% of compensation. Participants must be employed on the last day of the year and complete 1,000 hours of service to receive a matching contribution.

Participants direct the investment of the contributions into various investment options offered by the Plan.

Participant Accounts -

Each participant's account is credited with the participant's contributions, the Company's contributions, Plan gains or losses, and charged with an allocation of administrative expenses. 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.

Vesting -

Participants are immediately vested in their contributions plus actual earnings, thereon. Vesting in the Company's matching contribution and earnings is based on vested levels over six years of service.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Notes Receivable from Participants -

Each participant can borrow up to 50% of their vested account balance, subject to a maximum of \$50,000 and a minimum of \$1,000. Loans are only granted for hardship or to meet specified financial situations as documented in the Company's Participant Loan Program. Each loan is for a five-year period, unless it is for the purchase of a principal residence, in which case the loan may be for a reasonable period in excess of five years.

The Company establishes interest rates for loans. The effective interest rate assumed is the prime rate plus 1% (5.25% for the year ended December 31, 2023). Refinancing is permitted. Loan repayments are deposited back into the participant's account through payroll deductions. The loans are secured by the participant's account.

Payment of Benefits -

If a participant terminates employment with the Company for any reason other than death, the participant can elect to leave the vested account balance in the Plan until the normal retirement date, if the account balance is greater than \$5,000. If the account balance is less than \$1,000, the participant will receive an involuntary cash-out payment in the form of a lump sum distribution. If the account balance is greater than \$1,000, the funds will be automatically rolled over into an IRA established for the participant.

Upon retirement, the total value of a participant's account can be distributed in the form of a lump-sum or installment payments. Normal retirement age is 65 years old. Early retirement is permitted at age 55 if the participant has completed ten years of service.

Participants are required to begin distributions when the age of 72 is attained. Participants who are active employees may defer the distribution until April 1 of the year subsequent to termination of employment with the Company. In the case of death of a participant, the beneficiary designated by the participant shall be paid the deceased employee's vested account balance immediately, or in payments for up to five years from the anniversary of the date of death. If the beneficiary is the participant's spouse, payment of benefits may be deferred until they reach the age of 72. Participants who reach the age of 73 during the year ended December 31, 2023 will be required to begin distributions during 2024 in accordance with the SECURE 2.0 Act.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Forfeitures -

Participants who separate or withdraw from the Plan will forfeit any amounts not vested with respect to the Company's matching contributions. Forfeitures are transferred to a separate account and may be used to reduce future Company contributions or pay plan expenses. At December 31, 2023 and 2022, forfeited non-vested accounts totaled \$1,688 and \$17,542, respectively. Forfeitures of \$4,000 were used to reduce the Company matching contribution during the year ended December 31, 2023.

(2) Summary Of Significant Accounting Policies:

Basis of Presentation -

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles.

Use of Accounting Estimates -

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual amounts could differ from those estimates. Any adjustments applied to estimated amounts are recognized in the year in which such adjustments are determined.

Investment Valuation and Income Recognition -

Investments are reported at fair value (except for full benefit-responsive investment contracts, which are reported at contract value). Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

Net appreciation in fair value of investments includes realized and unrealized gains and losses on the fair value of investments held by the Plan. Purchases and sales of investments are recorded on a trade date basis. Dividends are recorded at the ex-dividend date.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Notes Receivable from Participants -

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2023 and 2022. Delinquent participant loans are reclassified as distributions based on the terms of the Plan document.

Payments of Benefits -

Benefits are recorded when paid.

Expenses -

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Investment-related expenses are included in net appreciation in fair value of investments.

The Plan established an expense account whereby excess revenue sharing contributions are deposited into the account and may be used to pay administrative expenses of the Plan. Unused amounts may be allocated to participants. At December 31, 2023 and 2022, the expense account amounted to \$36,376 and \$39,230. Earnings credited to the account amounted to \$39,605 for the year ended December 31, 2023. Expenses paid and amounts reallocated to participants totaled \$21,025 and \$15,726, respectively, for the year ended December 31, 2023.

(3) Fair Value Measurement and Investments

Financial Accounting Standards Board ("FASB") guidelines on fair value measurements, establish a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the reported entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

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

Pooled separate account: Consist solely of investments in mutual funds registered with the Securities and Exchange Commission and are carried at the net asset value at which the mutual fund shares are actively traded.

There have been no changes in the methodologies used at December 31, 2023 and 2022.

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2023:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 20,343,700</u>

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2022:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 16,360,706</u>	<u>\$ 16,360,706</u>

As of December 31, 2023 and 2022, the Plan did not possess any level 2 or 3 types of investments.

(4) Fully Benefit-Responsive Investment Contract

The Plan holds a group annuity contract with Voya that meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. At December 31, 2023 and 2022, amounts held in the group annuity contract totaled \$1,262,644 and \$1,388,683, respectively.

The group annuity contract is a fixed interest option with guaranteed interest rates that are an obligation of Voya's general account. Interest is compounded daily at the effective interest rate. The effective annual interest rate will never be less than 1%. Interest rates may change at any time. Asset transfers to and from the group annuity contract may be limited in accordance with the contract terms.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Certain events might limit the ability of the Plan to transact at contract value with Voya. No events are probable of occurring that might limit the ability of the Plan to transact at contract value with Voya and that would also limit the ability of the Plan to transact at contract value with the participant.

(5) 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 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.

(6) Information Prepared And Certified By Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by Voya, the Trustee. All investments are participant directed:

	<u>2023</u>	<u>2022</u>
Pooled separate accounts	\$ 20,343,700	\$ 16,360,706
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>\$ 21,606,344</u>	<u>\$ 17,749,389</u>
Notes receivable from participants	<u>\$ 246,926</u>	<u>\$ 232,498</u>
Net appreciation in fair value of investments	<u>\$ 3,218,441</u>	
Dividends	<u>\$ 39,223</u>	
Interest on notes receivable from participants	<u>\$ 13,611</u>	

(7) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. However, no such action may deprive any participant or beneficiary under the Plan of any vested right. Accordingly, in the event of Plan termination, participants would become 100% vested in their employer contributions.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

(8) Income Tax Status

The Plan has not obtained a determination letter from the Internal Revenue Service ("IRS") stating that the Plan is in compliance with the applicable requirements of the Internal Revenue Code (the "IRC"). The Plan is relying on the IRS approval of the standardized prototype plan that it is utilizing. The IRS has determined and informed the Trustee by a letter dated June 30, 2020, that the prototype plan document was designed in accordance with the applicable standards of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan Administrator and Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U.S. generally accepted accounting principles require the Plan Administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator believes there are no such positions, and therefore, no provision for income tax has been included in the Plan's financial statements. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress.

(9) Transactions With Parties-In-Interest

Voya provides investment management and recordkeeping services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Voya for investment management and recordkeeping amounted to \$3,117 for the year ended December 31, 2023.

Wagner Pension Services provides plan administration services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Wagner Pension Services for plan administration amounted to \$7,900 for the year ended December 31, 2023.

(10) Subsequent Events

Management of the Plan has evaluated subsequent events through October 15, 2024, which is the date these financial statements were available to be issued.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
PLAN NUMBER: 001
PLAN EIN: 38-3982874
FORM 5500, SCHEDULE H, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost **	Current Value
*	T. Rowe Price	Retirement 2035 Fund - pooled separate account		\$ 2,424,398
*	MainStay Winslow	Large Cap Growth Fund - pooled separate account		2,010,849
*	Voya	U.S. Stock Index Portfolio - pooled separate account		1,928,548
*	Voya	Large Cap Growth Portfolio - pooled separate account		1,664,191
*	Voya	Fixed Account - fully benefit-responsive investment contract		1,262,644
*	VY T. Rowe Price	Capital Appreciation Portfolio - pooled separate account		1,196,295
*	Victory Sycamore	Established Value Fund - pooled separate account		1,151,175
*	Invesco	Diversified Dividend Fund - pooled separate account		943,897
*	Voya	Intermediate Bond Portfolio - pooled separate account		905,496
*	Voya	International Index Portfolio - pooled separate account		834,540
*	American Funds	Washington Mutual Investors Fund - pooled separate account		772,239
*	T. Rowe Price	Retirement 2015 Fund - pooled separate account		737,695
*	Voya	Mid Cap Opportunities Portfolio - pooled separate account		687,735
*	Voya	Government Money Market Portfolio - pooled separate account		663,517
*	ClearBridge	Small Cap Growth Fund - pooled separate account		619,151
*	T. Rowe Price	Retirement 2025 Fund - pooled separate account		525,010
*	T. Rowe Price	Retirement 2045 Fund - pooled separate account		399,455
*	PIMCO	VIT Real Return Fund - pooled separate account		379,394
*	T. Rowe Price	Retirement 2040 Fund - pooled separate account		308,303
*	Invesco	Oppenheimer International Growth Fund - pooled separate account		281,376
*	T. Rowe Price	Retirement 2060 Fund - pooled separate account		244,346
*	PIMCO	International Bond Fund - pooled separate account		208,157
*	VY CBRE	Real Estate Portfolio - pooled separate account		206,193
*	American Funds	New Perspective Fund - pooled separate account		185,883
*	VY Columbia	Small Cap Value II Portfolio - pooled separate account		169,637
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*	Voya	Russell Mid Cap Index Portfolio - pooled separate account		149,837
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*	T. Rowe Price	Retirement 2010 Fund - pooled separate account		2,602
*	T. Rowe Price	Retirement 2065 Fund - pooled separate account		1,730
*	Participant loans	Interest at 5.25%	-	246,926
				<u>\$ 21,853,270</u>

* Represents party-in-interest

** Cost information is not required for participant directed investments and therefore, is not included.

See auditor's report on supplementary information.

**ROCKROSE DEVELOPMENT LLC
401(K) PLAN**

**FINANCIAL STATEMENTS
TOGETHER WITH AUDITOR'S REPORT**

**AS OF DECEMBER 31, 2023 AND 2022
AND FOR THE YEAR ENDED
DECEMBER 31, 2023**

**ROCKROSE DEVELOPMENT LLC 401(k) PLAN
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE**

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NawrockiSmith
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator of the
Rockrose Development LLC 401(k) Plan:

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

We have performed an audit of the financial statements of the Rockrose Development LLC 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 statement of net assets available for benefits as of December 31, 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained a certification from a qualified institution as of December 31, 2023 and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 6 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the accompanying financial statements related to assets held by and certified to by 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).

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Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatements 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.

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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to certified investment information, except for obtaining and reading the certification, comparing the certified investment information with 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.

Supplemental Schedule Required by ERISA

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

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

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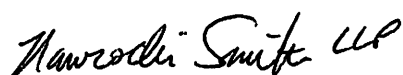
In our opinion:

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

Auditor's Report on the 2022 Financial Statements

Predecessor auditors performed an audit of the 2022 financial statements of the Rockrose Development LLC 401(k) Plan. 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, the prior year audit did not extend to any statements or information related to assets held for investment of the plan that were certified by a qualified institution. Their report dated October 13, 2023 indicated that (a) the amounts and disclosures in the 2022 financial statements, other than those agreed to or derived from the certified investment information, were presented fairly, in all material respects, in accordance with accounting principals generally accepted in the United States of America, and (b) the information in the 2022 financial statements 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). Their report also indicated that the form and content of the 2022 supplemental schedule, other than the information in the 2022 supplemental schedule that agreed to or is derived from the certified investment information, was presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA; and the information in the 2022 supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determines meets the requirements of ERISA Section 103(a)(3)(C).

Hauppauge, New York
October 15, 2024



ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments, at fair value:		
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 16,360,706</u>
Total investments, at fair value	<u>20,343,700</u>	<u>16,360,706</u>
Investments, at contract value:		
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>21,606,344</u>	<u>17,749,389</u>
Receivables:		
Employer contributions receivable	311,720	284,081
Notes receivable from participants	<u>246,926</u>	<u>232,498</u>
Total receivables	<u>558,646</u>	<u>516,579</u>
Total assets	<u>22,164,990</u>	<u>18,265,968</u>
LIABILITIES:		
Accrued expenses	<u>7,900</u>	<u>22,100</u>
Total liabilities	<u>7,900</u>	<u>22,100</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 22,157,090</u></u>	<u><u>\$ 18,243,868</u></u>

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

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2023**

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Investment income -	
Net appreciation in fair value of investments	\$ 3,218,441
Dividends	39,223
Total investment income	3,257,664
Interest on participant loans	13,611
Contributions -	
Employee	926,508
Employer	311,720
Total contributions	1,238,228
Total additions	4,509,503

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefit payments	586,964
Administrative expenses	9,317
Total deductions	596,281
Net increase	3,913,222
NET ASSETS AVAILABLE FOR BENEFITS, BEGINNING OF YEAR	18,243,868
NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	\$ 22,157,090

The accompanying notes to financial statements
are an integral part of this statement.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

1) Plan Description:

The following description of the Rockrose Development LLC 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

Background -

Rockrose Development LLC (the "Company") established the Plan on September 29, 2009. The Plan is a defined contribution plan covering all eligible employees, as defined in the Plan document, who have attained the age of 21 and completed six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Plan Contributions -

Participants may contribute pre-tax compensation, as defined in the Plan, and Roth elective deferrals subject to Internal Revenue Service ("IRS") statutory limitations by means of payroll deductions. Participants who have attained the age of fifty 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 contribution plans.

The Company contributes a fixed matching contribution equal to 50% of the participants' deferral up to 6% of compensation. Participants must be employed on the last day of the year and complete 1,000 hours of service to receive a matching contribution.

Participants direct the investment of the contributions into various investment options offered by the Plan.

Participant Accounts -

Each participant's account is credited with the participant's contributions, the Company's contributions, Plan gains or losses, and charged with an allocation of administrative expenses. 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.

Vesting -

Participants are immediately vested in their contributions plus actual earnings, thereon. Vesting in the Company's matching contribution and earnings is based on vested levels over six years of service.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Notes Receivable from Participants -

Each participant can borrow up to 50% of their vested account balance, subject to a maximum of \$50,000 and a minimum of \$1,000. Loans are only granted for hardship or to meet specified financial situations as documented in the Company's Participant Loan Program. Each loan is for a five-year period, unless it is for the purchase of a principal residence, in which case the loan may be for a reasonable period in excess of five years.

The Company establishes interest rates for loans. The effective interest rate assumed is the prime rate plus 1% (5.25% for the year ended December 31, 2023). Refinancing is permitted. Loan repayments are deposited back into the participant's account through payroll deductions. The loans are secured by the participant's account.

Payment of Benefits -

If a participant terminates employment with the Company for any reason other than death, the participant can elect to leave the vested account balance in the Plan until the normal retirement date, if the account balance is greater than \$5,000. If the account balance is less than \$1,000, the participant will receive an involuntary cash-out payment in the form of a lump sum distribution. If the account balance is greater than \$1,000, the funds will be automatically rolled over into an IRA established for the participant.

Upon retirement, the total value of a participant's account can be distributed in the form of a lump-sum or installment payments. Normal retirement age is 65 years old. Early retirement is permitted at age 55 if the participant has completed ten years of service.

Participants are required to begin distributions when the age of 72 is attained. Participants who are active employees may defer the distribution until April 1 of the year subsequent to termination of employment with the Company. In the case of death of a participant, the beneficiary designated by the participant shall be paid the deceased employee's vested account balance immediately, or in payments for up to five years from the anniversary of the date of death. If the beneficiary is the participant's spouse, payment of benefits may be deferred until they reach the age of 72. Participants who reach the age of 73 during the year ended December 31, 2023 will be required to begin distributions during 2024 in accordance with the SECURE 2.0 Act.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Forfeitures -

Participants who separate or withdraw from the Plan will forfeit any amounts not vested with respect to the Company's matching contributions. Forfeitures are transferred to a separate account and may be used to reduce future Company contributions or pay plan expenses. At December 31, 2023 and 2022, forfeited non-vested accounts totaled \$1,688 and \$17,542, respectively. Forfeitures of \$4,000 were used to reduce the Company matching contribution during the year ended December 31, 2023.

(2) Summary Of Significant Accounting Policies:

Basis of Presentation -

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles.

Use of Accounting Estimates -

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual amounts could differ from those estimates. Any adjustments applied to estimated amounts are recognized in the year in which such adjustments are determined.

Investment Valuation and Income Recognition -

Investments are reported at fair value (except for full benefit-responsive investment contracts, which are reported at contract value). Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

Net appreciation in fair value of investments includes realized and unrealized gains and losses on the fair value of investments held by the Plan. Purchases and sales of investments are recorded on a trade date basis. Dividends are recorded at the ex-dividend date.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Notes Receivable from Participants -

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2023 and 2022. Delinquent participant loans are reclassified as distributions based on the terms of the Plan document.

Payments of Benefits -

Benefits are recorded when paid.

Expenses -

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Investment-related expenses are included in net appreciation in fair value of investments.

The Plan established an expense account whereby excess revenue sharing contributions are deposited into the account and may be used to pay administrative expenses of the Plan. Unused amounts may be allocated to participants. At December 31, 2023 and 2022, the expense account amounted to \$36,376 and \$39,230. Earnings credited to the account amounted to \$39,605 for the year ended December 31, 2023. Expenses paid and amounts reallocated to participants totaled \$21,025 and \$15,726, respectively, for the year ended December 31, 2023.

(3) Fair Value Measurement and Investments

Financial Accounting Standards Board ("FASB") guidelines on fair value measurements, establish a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the reported entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

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

Pooled separate account: Consist solely of investments in mutual funds registered with the Securities and Exchange Commission and are carried at the net asset value at which the mutual fund shares are actively traded.

There have been no changes in the methodologies used at December 31, 2023 and 2022.

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2023:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 20,343,700</u>

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2022:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 16,360,706</u>	<u>\$ 16,360,706</u>

As of December 31, 2023 and 2022, the Plan did not possess any level 2 or 3 types of investments.

(4) Fully Benefit-Responsive Investment Contract

The Plan holds a group annuity contract with Voya that meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. At December 31, 2023 and 2022, amounts held in the group annuity contract totaled \$1,262,644 and \$1,388,683, respectively.

The group annuity contract is a fixed interest option with guaranteed interest rates that are an obligation of Voya's general account. Interest is compounded daily at the effective interest rate. The effective annual interest rate will never be less than 1%. Interest rates may change at any time. Asset transfers to and from the group annuity contract may be limited in accordance with the contract terms.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Certain events might limit the ability of the Plan to transact at contract value with Voya. No events are probable of occurring that might limit the ability of the Plan to transact at contract value with Voya and that would also limit the ability of the Plan to transact at contract value with the participant.

(5) 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 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.

(6) Information Prepared And Certified By Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by Voya, the Trustee. All investments are participant directed:

	<u>2023</u>	<u>2022</u>
Pooled separate accounts	\$ 20,343,700	\$ 16,360,706
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>\$ 21,606,344</u>	<u>\$ 17,749,389</u>
Notes receivable from participants	<u>\$ 246,926</u>	<u>\$ 232,498</u>
Net appreciation in fair value of investments	<u>\$ 3,218,441</u>	
Dividends	<u>\$ 39,223</u>	
Interest on notes receivable from participants	<u>\$ 13,611</u>	

(7) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. However, no such action may deprive any participant or beneficiary under the Plan of any vested right. Accordingly, in the event of Plan termination, participants would become 100% vested in their employer contributions.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

(8) Income Tax Status

The Plan has not obtained a determination letter from the Internal Revenue Service ("IRS") stating that the Plan is in compliance with the applicable requirements of the Internal Revenue Code (the "IRC"). The Plan is relying on the IRS approval of the standardized prototype plan that it is utilizing. The IRS has determined and informed the Trustee by a letter dated June 30, 2020, that the prototype plan document was designed in accordance with the applicable standards of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan Administrator and Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U.S. generally accepted accounting principles require the Plan Administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator believes there are no such positions, and therefore, no provision for income tax has been included in the Plan's financial statements. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress.

(9) Transactions With Parties-In-Interest

Voya provides investment management and recordkeeping services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Voya for investment management and recordkeeping amounted to \$3,117 for the year ended December 31, 2023.

Wagner Pension Services provides plan administration services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Wagner Pension Services for plan administration amounted to \$7,900 for the year ended December 31, 2023.

(10) Subsequent Events

Management of the Plan has evaluated subsequent events through October 15, 2024, which is the date these financial statements were available to be issued.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
PLAN NUMBER: 001
PLAN EIN: 38-3982874
FORM 5500, SCHEDULE H, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost **	Current Value
*	T. Rowe Price	Retirement 2035 Fund - pooled separate account		\$ 2,424,398
*	MainStay Winslow	Large Cap Growth Fund - pooled separate account		2,010,849
*	Voya	U.S. Stock Index Portfolio - pooled separate account		1,928,548
*	Voya	Large Cap Growth Portfolio - pooled separate account		1,664,191
*	Voya	Fixed Account - fully benefit-responsive investment contract		1,262,644
*	VY T. Rowe Price	Capital Appreciation Portfolio - pooled separate account		1,196,295
*	Victory Sycamore	Established Value Fund - pooled separate account		1,151,175
*	Invesco	Diversified Dividend Fund - pooled separate account		943,897
*	Voya	Intermediate Bond Portfolio - pooled separate account		905,496
*	Voya	International Index Portfolio - pooled separate account		834,540
*	American Funds	Washington Mutual Investors Fund - pooled separate account		772,239
*	T. Rowe Price	Retirement 2015 Fund - pooled separate account		737,695
*	Voya	Mid Cap Opportunities Portfolio - pooled separate account		687,735
*	Voya	Government Money Market Portfolio - pooled separate account		663,517
*	ClearBridge	Small Cap Growth Fund - pooled separate account		619,151
*	T. Rowe Price	Retirement 2025 Fund - pooled separate account		525,010
*	T. Rowe Price	Retirement 2045 Fund - pooled separate account		399,455
*	PIMCO	VIT Real Return Fund - pooled separate account		379,394
*	T. Rowe Price	Retirement 2040 Fund - pooled separate account		308,303
*	Invesco	Oppenheimer International Growth Fund - pooled separate account		281,376
*	T. Rowe Price	Retirement 2060 Fund - pooled separate account		244,346
*	PIMCO	International Bond Fund - pooled separate account		208,157
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*	T. Rowe Price	Retirement 2005 Fund - pooled separate account		91,205
*	Invesco	Small Cap Equity Fund - pooled separate account		80,129
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*	T. Rowe Price	Retirement 2010 Fund - pooled separate account		2,602
*	T. Rowe Price	Retirement 2065 Fund - pooled separate account		1,730
*	Participant loans	Interest at 5.25%	-	246,926
				<u>\$ 21,853,270</u>

* Represents party-in-interest

** Cost information is not required for participant directed investments and therefore, is not included.

See auditor's report on supplementary information.

**ROCKROSE DEVELOPMENT LLC
401(K) PLAN**

**FINANCIAL STATEMENTS
TOGETHER WITH AUDITOR'S REPORT**

**AS OF DECEMBER 31, 2023 AND 2022
AND FOR THE YEAR ENDED
DECEMBER 31, 2023**

**ROCKROSE DEVELOPMENT LLC 401(k) PLAN
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE**

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NawrockiSmith
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator of the
Rockrose Development LLC 401(k) Plan:

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

We have performed an audit of the financial statements of the Rockrose Development LLC 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 statement of net assets available for benefits as of December 31, 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained a certification from a qualified institution as of December 31, 2023 and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 6 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the accompanying financial statements related to assets held by and certified to by 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).

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Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatements 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.

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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to certified investment information, except for obtaining and reading the certification, comparing the certified investment information with 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.

Supplemental Schedule Required by ERISA

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

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

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In our opinion:

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

Auditor's Report on the 2022 Financial Statements

Predecessor auditors performed an audit of the 2022 financial statements of the Rockrose Development LLC 401(k) Plan. 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, the prior year audit did not extend to any statements or information related to assets held for investment of the plan that were certified by a qualified institution. Their report dated October 13, 2023 indicated that (a) the amounts and disclosures in the 2022 financial statements, other than those agreed to or derived from the certified investment information, were presented fairly, in all material respects, in accordance with accounting principals generally accepted in the United States of America, and (b) the information in the 2022 financial statements 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). Their report also indicated that the form and content of the 2022 supplemental schedule, other than the information in the 2022 supplemental schedule that agreed to or is derived from the certified investment information, was presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA; and the information in the 2022 supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determines meets the requirements of ERISA Section 103(a)(3)(C).

Hauppauge, New York
October 15, 2024



ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments, at fair value:		
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 16,360,706</u>
Total investments, at fair value	<u>20,343,700</u>	<u>16,360,706</u>
Investments, at contract value:		
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>21,606,344</u>	<u>17,749,389</u>
Receivables:		
Employer contributions receivable	311,720	284,081
Notes receivable from participants	<u>246,926</u>	<u>232,498</u>
Total receivables	<u>558,646</u>	<u>516,579</u>
Total assets	<u>22,164,990</u>	<u>18,265,968</u>
LIABILITIES:		
Accrued expenses	<u>7,900</u>	<u>22,100</u>
Total liabilities	<u>7,900</u>	<u>22,100</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 22,157,090</u></u>	<u><u>\$ 18,243,868</u></u>

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

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2023

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Investment income -	
Net appreciation in fair value of investments	\$ 3,218,441
Dividends	39,223
Total investment income	3,257,664
Interest on participant loans	13,611
Contributions -	
Employee	926,508
Employer	311,720
Total contributions	1,238,228
Total additions	4,509,503

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefit payments	586,964
Administrative expenses	9,317
Total deductions	596,281
Net increase	3,913,222
NET ASSETS AVAILABLE FOR BENEFITS, BEGINNING OF YEAR	18,243,868
NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	\$ 22,157,090

The accompanying notes to financial statements
are an integral part of this statement.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS**

1) Plan Description:

The following description of the Rockrose Development LLC 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

Background -

Rockrose Development LLC (the "Company") established the Plan on September 29, 2009. The Plan is a defined contribution plan covering all eligible employees, as defined in the Plan document, who have attained the age of 21 and completed six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Plan Contributions -

Participants may contribute pre-tax compensation, as defined in the Plan, and Roth elective deferrals subject to Internal Revenue Service ("IRS") statutory limitations by means of payroll deductions. Participants who have attained the age of fifty 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 contribution plans.

The Company contributes a fixed matching contribution equal to 50% of the participants' deferral up to 6% of compensation. Participants must be employed on the last day of the year and complete 1,000 hours of service to receive a matching contribution.

Participants direct the investment of the contributions into various investment options offered by the Plan.

Participant Accounts -

Each participant's account is credited with the participant's contributions, the Company's contributions, Plan gains or losses, and charged with an allocation of administrative expenses. 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.

Vesting -

Participants are immediately vested in their contributions plus actual earnings, thereon. Vesting in the Company's matching contribution and earnings is based on vested levels over six years of service.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Notes Receivable from Participants -

Each participant can borrow up to 50% of their vested account balance, subject to a maximum of \$50,000 and a minimum of \$1,000. Loans are only granted for hardship or to meet specified financial situations as documented in the Company's Participant Loan Program. Each loan is for a five-year period, unless it is for the purchase of a principal residence, in which case the loan may be for a reasonable period in excess of five years.

The Company establishes interest rates for loans. The effective interest rate assumed is the prime rate plus 1% (5.25% for the year ended December 31, 2023). Refinancing is permitted. Loan repayments are deposited back into the participant's account through payroll deductions. The loans are secured by the participant's account.

Payment of Benefits -

If a participant terminates employment with the Company for any reason other than death, the participant can elect to leave the vested account balance in the Plan until the normal retirement date, if the account balance is greater than \$5,000. If the account balance is less than \$1,000, the participant will receive an involuntary cash-out payment in the form of a lump sum distribution. If the account balance is greater than \$1,000, the funds will be automatically rolled over into an IRA established for the participant.

Upon retirement, the total value of a participant's account can be distributed in the form of a lump-sum or installment payments. Normal retirement age is 65 years old. Early retirement is permitted at age 55 if the participant has completed ten years of service.

Participants are required to begin distributions when the age of 72 is attained. Participants who are active employees may defer the distribution until April 1 of the year subsequent to termination of employment with the Company. In the case of death of a participant, the beneficiary designated by the participant shall be paid the deceased employee's vested account balance immediately, or in payments for up to five years from the anniversary of the date of death. If the beneficiary is the participant's spouse, payment of benefits may be deferred until they reach the age of 72. Participants who reach the age of 73 during the year ended December 31, 2023 will be required to begin distributions during 2024 in accordance with the SECURE 2.0 Act.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Forfeitures -

Participants who separate or withdraw from the Plan will forfeit any amounts not vested with respect to the Company's matching contributions. Forfeitures are transferred to a separate account and may be used to reduce future Company contributions or pay plan expenses. At December 31, 2023 and 2022, forfeited non-vested accounts totaled \$1,688 and \$17,542, respectively. Forfeitures of \$4,000 were used to reduce the Company matching contribution during the year ended December 31, 2023.

(2) Summary Of Significant Accounting Policies:

Basis of Presentation -

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles.

Use of Accounting Estimates -

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual amounts could differ from those estimates. Any adjustments applied to estimated amounts are recognized in the year in which such adjustments are determined.

Investment Valuation and Income Recognition -

Investments are reported at fair value (except for full benefit-responsive investment contracts, which are reported at contract value). Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

Net appreciation in fair value of investments includes realized and unrealized gains and losses on the fair value of investments held by the Plan. Purchases and sales of investments are recorded on a trade date basis. Dividends are recorded at the ex-dividend date.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Notes Receivable from Participants -

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2023 and 2022. Delinquent participant loans are reclassified as distributions based on the terms of the Plan document.

Payments of Benefits -

Benefits are recorded when paid.

Expenses -

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Investment-related expenses are included in net appreciation in fair value of investments.

The Plan established an expense account whereby excess revenue sharing contributions are deposited into the account and may be used to pay administrative expenses of the Plan. Unused amounts may be allocated to participants. At December 31, 2023 and 2022, the expense account amounted to \$36,376 and \$39,230. Earnings credited to the account amounted to \$39,605 for the year ended December 31, 2023. Expenses paid and amounts reallocated to participants totaled \$21,025 and \$15,726, respectively, for the year ended December 31, 2023.

(3) Fair Value Measurement and Investments

Financial Accounting Standards Board ("FASB") guidelines on fair value measurements, establish a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the reported entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

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

Pooled separate account: Consist solely of investments in mutual funds registered with the Securities and Exchange Commission and are carried at the net asset value at which the mutual fund shares are actively traded.

There have been no changes in the methodologies used at December 31, 2023 and 2022.

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2023:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 20,343,700</u>

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2022:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 16,360,706</u>	<u>\$ 16,360,706</u>

As of December 31, 2023 and 2022, the Plan did not possess any level 2 or 3 types of investments.

(4) Fully Benefit-Responsive Investment Contract

The Plan holds a group annuity contract with Voya that meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. At December 31, 2023 and 2022, amounts held in the group annuity contract totaled \$1,262,644 and \$1,388,683, respectively.

The group annuity contract is a fixed interest option with guaranteed interest rates that are an obligation of Voya's general account. Interest is compounded daily at the effective interest rate. The effective annual interest rate will never be less than 1%. Interest rates may change at any time. Asset transfers to and from the group annuity contract may be limited in accordance with the contract terms.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Certain events might limit the ability of the Plan to transact at contract value with Voya. No events are probable of occurring that might limit the ability of the Plan to transact at contract value with Voya and that would also limit the ability of the Plan to transact at contract value with the participant.

(5) 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 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.

(6) Information Prepared And Certified By Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by Voya, the Trustee. All investments are participant directed:

	<u>2023</u>	<u>2022</u>
Pooled separate accounts	\$ 20,343,700	\$ 16,360,706
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>\$ 21,606,344</u>	<u>\$ 17,749,389</u>
Notes receivable from participants	<u>\$ 246,926</u>	<u>\$ 232,498</u>
Net appreciation in fair value of investments	<u>\$ 3,218,441</u>	
Dividends	<u>\$ 39,223</u>	
Interest on notes receivable from participants	<u>\$ 13,611</u>	

(7) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. However, no such action may deprive any participant or beneficiary under the Plan of any vested right. Accordingly, in the event of Plan termination, participants would become 100% vested in their employer contributions.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

(8) Income Tax Status

The Plan has not obtained a determination letter from the Internal Revenue Service ("IRS") stating that the Plan is in compliance with the applicable requirements of the Internal Revenue Code (the "IRC"). The Plan is relying on the IRS approval of the standardized prototype plan that it is utilizing. The IRS has determined and informed the Trustee by a letter dated June 30, 2020, that the prototype plan document was designed in accordance with the applicable standards of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan Administrator and Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U.S. generally accepted accounting principles require the Plan Administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator believes there are no such positions, and therefore, no provision for income tax has been included in the Plan's financial statements. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress.

(9) Transactions With Parties-In-Interest

Voya provides investment management and recordkeeping services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Voya for investment management and recordkeeping amounted to \$3,117 for the year ended December 31, 2023.

Wagner Pension Services provides plan administration services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Wagner Pension Services for plan administration amounted to \$7,900 for the year ended December 31, 2023.

(10) Subsequent Events

Management of the Plan has evaluated subsequent events through October 15, 2024, which is the date these financial statements were available to be issued.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
PLAN NUMBER: 001
PLAN EIN: 38-3982874
FORM 5500, SCHEDULE H, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost **	Current Value
*	T. Rowe Price	Retirement 2035 Fund - pooled separate account		\$ 2,424,398
*	MainStay Winslow	Large Cap Growth Fund - pooled separate account		2,010,849
*	Voya	U.S. Stock Index Portfolio - pooled separate account		1,928,548
*	Voya	Large Cap Growth Portfolio - pooled separate account		1,664,191
*	Voya	Fixed Account - fully benefit-responsive investment contract		1,262,644
*	VY T. Rowe Price	Capital Appreciation Portfolio - pooled separate account		1,196,295
*	Victory Sycamore	Established Value Fund - pooled separate account		1,151,175
*	Invesco	Diversified Dividend Fund - pooled separate account		943,897
*	Voya	Intermediate Bond Portfolio - pooled separate account		905,496
*	Voya	International Index Portfolio - pooled separate account		834,540
*	American Funds	Washington Mutual Investors Fund - pooled separate account		772,239
*	T. Rowe Price	Retirement 2015 Fund - pooled separate account		737,695
*	Voya	Mid Cap Opportunities Portfolio - pooled separate account		687,735
*	Voya	Government Money Market Portfolio - pooled separate account		663,517
*	ClearBridge	Small Cap Growth Fund - pooled separate account		619,151
*	T. Rowe Price	Retirement 2025 Fund - pooled separate account		525,010
*	T. Rowe Price	Retirement 2045 Fund - pooled separate account		399,455
*	PIMCO	VIT Real Return Fund - pooled separate account		379,394
*	T. Rowe Price	Retirement 2040 Fund - pooled separate account		308,303
*	Invesco	Oppenheimer International Growth Fund - pooled separate account		281,376
*	T. Rowe Price	Retirement 2060 Fund - pooled separate account		244,346
*	PIMCO	International Bond Fund - pooled separate account		208,157
*	VY CBRE	Real Estate Portfolio - pooled separate account		206,193
*	American Funds	New Perspective Fund - pooled separate account		185,883
*	VY Columbia	Small Cap Value II Portfolio - pooled separate account		169,637
*	Invesco	Developing Markets Fund - pooled separate account		167,713
*	T. Rowe Price	Retirement 2055 Fund - pooled separate account		163,463
*	Voya	Russell Mid Cap Index Portfolio - pooled separate account		149,837
*	T. Rowe Price	Retirement 2050 Fund - pooled separate account		148,114
*	T. Rowe Price	Retirement 2005 Fund - pooled separate account		91,205
*	Invesco	Small Cap Equity Fund - pooled separate account		80,129
*	T. Rowe Price	Retirement 2030 Fund - pooled separate account		79,863
*	T. Rowe Price	Retirement 2020 Fund - pooled separate account		11,564
*	T. Rowe Price	Retirement 2010 Fund - pooled separate account		2,602
*	T. Rowe Price	Retirement 2065 Fund - pooled separate account		1,730
*	Participant loans	Interest at 5.25%	-	246,926
				<u>\$ 21,853,270</u>

* Represents party-in-interest

** Cost information is not required for participant directed investments and therefore, is not included.

See auditor's report on supplementary information.

**ROCKROSE DEVELOPMENT LLC
401(K) PLAN**

**FINANCIAL STATEMENTS
TOGETHER WITH AUDITOR'S REPORT**

**AS OF DECEMBER 31, 2023 AND 2022
AND FOR THE YEAR ENDED
DECEMBER 31, 2023**

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NawrockiSmith
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator of the
Rockrose Development LLC 401(k) Plan:

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We have performed an audit of the financial statements of the Rockrose Development LLC 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 statement of net assets available for benefits as of December 31, 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2023, and the related notes to the financial statements.

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

Management has obtained a certification from a qualified institution as of December 31, 2023 and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 6 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the accompanying financial statements related to assets held by and certified to by 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).

NawrockiSmith

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatements 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.

NawrockiSmith

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to certified investment information, except for obtaining and reading the certification, comparing the certified investment information with 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.

Supplemental Schedule Required by ERISA

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

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

NawrockiSmith

In our opinion:

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

Auditor's Report on the 2022 Financial Statements

Predecessor auditors performed an audit of the 2022 financial statements of the Rockrose Development LLC 401(k) Plan. 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, the prior year audit did not extend to any statements or information related to assets held for investment of the plan that were certified by a qualified institution. Their report dated October 13, 2023 indicated that (a) the amounts and disclosures in the 2022 financial statements, other than those agreed to or derived from the certified investment information, were presented fairly, in all material respects, in accordance with accounting principals generally accepted in the United States of America, and (b) the information in the 2022 financial statements 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). Their report also indicated that the form and content of the 2022 supplemental schedule, other than the information in the 2022 supplemental schedule that agreed to or is derived from the certified investment information, was presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA; and the information in the 2022 supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determines meets the requirements of ERISA Section 103(a)(3)(C).

Hauppauge, New York
October 15, 2024



**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2023 AND 2022**

	<u>2023</u>	<u>2022</u>
ASSETS:		
Investments, at fair value:		
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 16,360,706</u>
Total investments, at fair value	<u>20,343,700</u>	<u>16,360,706</u>
Investments, at contract value:		
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>21,606,344</u>	<u>17,749,389</u>
Receivables:		
Employer contributions receivable	311,720	284,081
Notes receivable from participants	<u>246,926</u>	<u>232,498</u>
Total receivables	<u>558,646</u>	<u>516,579</u>
Total assets	<u>22,164,990</u>	<u>18,265,968</u>
LIABILITIES:		
Accrued expenses	<u>7,900</u>	<u>22,100</u>
Total liabilities	<u>7,900</u>	<u>22,100</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 22,157,090</u></u>	<u><u>\$ 18,243,868</u></u>

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

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2023

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Investment income -	
Net appreciation in fair value of investments	\$ 3,218,441
Dividends	<u>39,223</u>
Total investment income	<u>3,257,664</u>
Interest on participant loans	<u>13,611</u>
Contributions -	
Employee	926,508
Employer	<u>311,720</u>
Total contributions	<u>1,238,228</u>
Total additions	<u>4,509,503</u>

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefit payments	586,964
Administrative expenses	<u>9,317</u>
Total deductions	<u>596,281</u>
Net increase	3,913,222
NET ASSETS AVAILABLE FOR BENEFITS, BEGINNING OF YEAR	<u>18,243,868</u>
NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	<u><u>\$ 22,157,090</u></u>

The accompanying notes to financial statements
are an integral part of this statement.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

1) Plan Description:

The following description of the Rockrose Development LLC 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

Background -

Rockrose Development LLC (the "Company") established the Plan on September 29, 2009. The Plan is a defined contribution plan covering all eligible employees, as defined in the Plan document, who have attained the age of 21 and completed six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Plan Contributions -

Participants may contribute pre-tax compensation, as defined in the Plan, and Roth elective deferrals subject to Internal Revenue Service ("IRS") statutory limitations by means of payroll deductions. Participants who have attained the age of fifty 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 contribution plans.

The Company contributes a fixed matching contribution equal to 50% of the participants' deferral up to 6% of compensation. Participants must be employed on the last day of the year and complete 1,000 hours of service to receive a matching contribution.

Participants direct the investment of the contributions into various investment options offered by the Plan.

Participant Accounts -

Each participant's account is credited with the participant's contributions, the Company's contributions, Plan gains or losses, and charged with an allocation of administrative expenses. 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.

Vesting -

Participants are immediately vested in their contributions plus actual earnings, thereon. Vesting in the Company's matching contribution and earnings is based on vested levels over six years of service.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Notes Receivable from Participants -

Each participant can borrow up to 50% of their vested account balance, subject to a maximum of \$50,000 and a minimum of \$1,000. Loans are only granted for hardship or to meet specified financial situations as documented in the Company's Participant Loan Program. Each loan is for a five-year period, unless it is for the purchase of a principal residence, in which case the loan may be for a reasonable period in excess of five years.

The Company establishes interest rates for loans. The effective interest rate assumed is the prime rate plus 1% (5.25% for the year ended December 31, 2023). Refinancing is permitted. Loan repayments are deposited back into the participant's account through payroll deductions. The loans are secured by the participant's account.

Payment of Benefits -

If a participant terminates employment with the Company for any reason other than death, the participant can elect to leave the vested account balance in the Plan until the normal retirement date, if the account balance is greater than \$5,000. If the account balance is less than \$1,000, the participant will receive an involuntary cash-out payment in the form of a lump sum distribution. If the account balance is greater than \$1,000, the funds will be automatically rolled over into an IRA established for the participant.

Upon retirement, the total value of a participant's account can be distributed in the form of a lump-sum or installment payments. Normal retirement age is 65 years old. Early retirement is permitted at age 55 if the participant has completed ten years of service.

Participants are required to begin distributions when the age of 72 is attained. Participants who are active employees may defer the distribution until April 1 of the year subsequent to termination of employment with the Company. In the case of death of a participant, the beneficiary designated by the participant shall be paid the deceased employee's vested account balance immediately, or in payments for up to five years from the anniversary of the date of death. If the beneficiary is the participant's spouse, payment of benefits may be deferred until they reach the age of 72. Participants who reach the age of 73 during the year ended December 31, 2023 will be required to begin distributions during 2024 in accordance with the SECURE 2.0 Act.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Forfeitures -

Participants who separate or withdraw from the Plan will forfeit any amounts not vested with respect to the Company's matching contributions. Forfeitures are transferred to a separate account and may be used to reduce future Company contributions or pay plan expenses. At December 31, 2023 and 2022, forfeited non-vested accounts totaled \$1,688 and \$17,542, respectively. Forfeitures of \$4,000 were used to reduce the Company matching contribution during the year ended December 31, 2023.

(2) Summary Of Significant Accounting Policies:

Basis of Presentation -

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles.

Use of Accounting Estimates -

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual amounts could differ from those estimates. Any adjustments applied to estimated amounts are recognized in the year in which such adjustments are determined.

Investment Valuation and Income Recognition -

Investments are reported at fair value (except for full benefit-responsive investment contracts, which are reported at contract value). Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

Net appreciation in fair value of investments includes realized and unrealized gains and losses on the fair value of investments held by the Plan. Purchases and sales of investments are recorded on a trade date basis. Dividends are recorded at the ex-dividend date.

**ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

Notes Receivable from Participants -

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2023 and 2022. Delinquent participant loans are reclassified as distributions based on the terms of the Plan document.

Payments of Benefits -

Benefits are recorded when paid.

Expenses -

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Investment-related expenses are included in net appreciation in fair value of investments.

The Plan established an expense account whereby excess revenue sharing contributions are deposited into the account and may be used to pay administrative expenses of the Plan. Unused amounts may be allocated to participants. At December 31, 2023 and 2022, the expense account amounted to \$36,376 and \$39,230. Earnings credited to the account amounted to \$39,605 for the year ended December 31, 2023. Expenses paid and amounts reallocated to participants totaled \$21,025 and \$15,726, respectively, for the year ended December 31, 2023.

(3) Fair Value Measurement and Investments

Financial Accounting Standards Board ("FASB") guidelines on fair value measurements, establish a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the reported entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

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

Pooled separate account: Consist solely of investments in mutual funds registered with the Securities and Exchange Commission and are carried at the net asset value at which the mutual fund shares are actively traded.

There have been no changes in the methodologies used at December 31, 2023 and 2022.

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2023:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 20,343,700</u>	<u>\$ 20,343,700</u>

The following table represents the Plan's fair value hierarchy for investments at fair value as of December 31, 2022:

	<u>Fair Value</u>	<u>Level 1</u>
Pooled separate account	<u>\$ 16,360,706</u>	<u>\$ 16,360,706</u>

As of December 31, 2023 and 2022, the Plan did not possess any level 2 or 3 types of investments.

(4) Fully Benefit-Responsive Investment Contract

The Plan holds a group annuity contract with Voya that meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. At December 31, 2023 and 2022, amounts held in the group annuity contract totaled \$1,262,644 and \$1,388,683, respectively.

The group annuity contract is a fixed interest option with guaranteed interest rates that are an obligation of Voya's general account. Interest is compounded daily at the effective interest rate. The effective annual interest rate will never be less than 1%. Interest rates may change at any time. Asset transfers to and from the group annuity contract may be limited in accordance with the contract terms.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Certain events might limit the ability of the Plan to transact at contract value with Voya. No events are probable of occurring that might limit the ability of the Plan to transact at contract value with Voya and that would also limit the ability of the Plan to transact at contract value with the participant.

(5) 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 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.

(6) Information Prepared And Certified By Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by Voya, the Trustee. All investments are participant directed:

	<u>2023</u>	<u>2022</u>
Pooled separate accounts	\$ 20,343,700	\$ 16,360,706
Fully benefit-responsive investment contract	<u>1,262,644</u>	<u>1,388,683</u>
Total investments	<u>\$ 21,606,344</u>	<u>\$ 17,749,389</u>
Notes receivable from participants	<u>\$ 246,926</u>	<u>\$ 232,498</u>
Net appreciation in fair value of investments	<u>\$ 3,218,441</u>	
Dividends	<u>\$ 39,223</u>	
Interest on notes receivable from participants	<u>\$ 13,611</u>	

(7) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. However, no such action may deprive any participant or beneficiary under the Plan of any vested right. Accordingly, in the event of Plan termination, participants would become 100% vested in their employer contributions.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

(8) Income Tax Status

The Plan has not obtained a determination letter from the Internal Revenue Service ("IRS") stating that the Plan is in compliance with the applicable requirements of the Internal Revenue Code (the "IRC"). The Plan is relying on the IRS approval of the standardized prototype plan that it is utilizing. The IRS has determined and informed the Trustee by a letter dated June 30, 2020, that the prototype plan document was designed in accordance with the applicable standards of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan Administrator and Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U.S. generally accepted accounting principles require the Plan Administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator believes there are no such positions, and therefore, no provision for income tax has been included in the Plan's financial statements. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress.

(9) Transactions With Parties-In-Interest

Voya provides investment management and recordkeeping services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Voya for investment management and recordkeeping amounted to \$3,117 for the year ended December 31, 2023.

Wagner Pension Services provides plan administration services to the Plan, and therefore, these transactions qualify as party-in-interest transactions. Fees paid to Wagner Pension Services for plan administration amounted to \$7,900 for the year ended December 31, 2023.

(10) Subsequent Events

Management of the Plan has evaluated subsequent events through October 15, 2024, which is the date these financial statements were available to be issued.

ROCKROSE DEVELOPMENT LLC 401(K) PLAN
PLAN NUMBER: 001
PLAN EIN: 38-3982874
FORM 5500, SCHEDULE H, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost **	Current Value
*	T. Rowe Price	Retirement 2035 Fund - pooled separate account		\$ 2,424,398
*	MainStay Winslow	Large Cap Growth Fund - pooled separate account		2,010,849
*	Voya	U.S. Stock Index Portfolio - pooled separate account		1,928,548
*	Voya	Large Cap Growth Portfolio - pooled separate account		1,664,191
*	Voya	Fixed Account - fully benefit-responsive investment contract		1,262,644
*	VY T. Rowe Price	Capital Appreciation Portfolio - pooled separate account		1,196,295
*	Victory Sycamore	Established Value Fund - pooled separate account		1,151,175
*	Invesco	Diversified Dividend Fund - pooled separate account		943,897
*	Voya	Intermediate Bond Portfolio - pooled separate account		905,496
*	Voya	International Index Portfolio - pooled separate account		834,540
*	American Funds	Washington Mutual Investors Fund - pooled separate account		772,239
*	T. Rowe Price	Retirement 2015 Fund - pooled separate account		737,695
*	Voya	Mid Cap Opportunities Portfolio - pooled separate account		687,735
*	Voya	Government Money Market Portfolio - pooled separate account		663,517
*	ClearBridge	Small Cap Growth Fund - pooled separate account		619,151
*	T. Rowe Price	Retirement 2025 Fund - pooled separate account		525,010
*	T. Rowe Price	Retirement 2045 Fund - pooled separate account		399,455
*	PIMCO	VIT Real Return Fund - pooled separate account		379,394
*	T. Rowe Price	Retirement 2040 Fund - pooled separate account		308,303
*	Invesco	Oppenheimer International Growth Fund - pooled separate account		281,376
*	T. Rowe Price	Retirement 2060 Fund - pooled separate account		244,346
*	PIMCO	International Bond Fund - pooled separate account		208,157
*	VY CBRE	Real Estate Portfolio - pooled separate account		206,193
*	American Funds	New Perspective Fund - pooled separate account		185,883
*	VY Columbia	Small Cap Value II Portfolio - pooled separate account		169,637
*	Invesco	Developing Markets Fund - pooled separate account		167,713
*	T. Rowe Price	Retirement 2055 Fund - pooled separate account		163,463
*	Voya	Russell Mid Cap Index Portfolio - pooled separate account		149,837
*	T. Rowe Price	Retirement 2050 Fund - pooled separate account		148,114
*	T. Rowe Price	Retirement 2005 Fund - pooled separate account		91,205
*	Invesco	Small Cap Equity Fund - pooled separate account		80,129
*	T. Rowe Price	Retirement 2030 Fund - pooled separate account		79,863
*	T. Rowe Price	Retirement 2020 Fund - pooled separate account		11,564
*	T. Rowe Price	Retirement 2010 Fund - pooled separate account		2,602
*	T. Rowe Price	Retirement 2065 Fund - pooled separate account		1,730
*	Participant loans	Interest at 5.25%	-	246,926
				<u>\$ 21,853,270</u>

* Represents party-in-interest

** Cost information is not required for participant directed investments and therefore, is not included.

See auditor's report on supplementary information.