

Form 5500

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

Complete all entries in accordance with the instructions to the Form 5500.

OMB Nos. 1210-0110 1210-0089

2023

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2023 or fiscal plan year beginning 01/01/2024 and ending 02/28/2024

- A This return/report is for: [] a multiemployer plan [] a multiple-employer plan... [X] a single-employer plan [] a DFE... B This return/report is: [] the first return/report [X] the final return/report... C If the plan is a collectively-bargained plan... D Check box if filing under: [] Form 5558 [X] automatic extension... E If this is a retroactively adopted plan...

Part II Basic Plan Information—enter all requested information

1a Name of plan: SPECIAL PROGRAMS, INC. 401(K) PROFIT SHARING PLAN
1b Three-digit plan number (PN): 001
1c Effective date of plan: 01/01/2016
2a Plan sponsor's name (employer, if for a single-employer plan): SPECIAL PROGRAMS, INC.
2b Employer Identification Number (EIN): 16-1532213
2c Plan Sponsor's telephone number: 315-342-9575
2d Business code (see instructions): 561300

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.

Table with 4 columns: SIGN HERE, Signature, Date, and Name. Rows include plan administrator, employer/plan sponsor, and DFE.

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

Form 5500 (2023) v. 230707

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	3b Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN	
	4d PN	
5 Total number of participants at the beginning of the plan year	5	143
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)	0
	6a(2)	0
	6b	143
	6c	0
	6d	143
	6e	0
	6f	143
	6g(1)	143
	6g(2)	0
6h	0	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7	

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

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

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) <input type="checkbox"/> Insurance	(1) <input type="checkbox"/> Insurance
(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts	(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts
(3) <input checked="" type="checkbox"/> Trust	(3) <input checked="" type="checkbox"/> Trust
(4) <input type="checkbox"/> General assets of the sponsor	(4) <input type="checkbox"/> General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

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

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning **01/01/2024** and ending **02/28/2024**

A Name of plan SPECIAL PROGRAMS, INC. 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 SPECIAL PROGRAMS, INC.	D Employer Identification Number (EIN) 16-1532213	

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

CAPITAL GROUP RETIREMENT PLAN SERV

645 IRVINE CENTER DR.
IRVINE, CA 92618

95-6817943

(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?
	RECORDKEEPER	2312	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

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

SPECIAL PROGRAMS, INC.

159 W. 1ST STREET
OSWEGO, NY 13126

16-1532213

(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	OTHER VISOR (PLAN)	3190	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	0	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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

USB FINANCIAL SERVICES, INC.

P.O. BOX 19828
NASHVILLE, TN 37238

36-7364489

(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?
	INVESTMENT ADVISOR	12478	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	0	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2024 and ending 02/28/2024	
A Name of plan SPECIAL PROGRAMS, INC. 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 SPECIAL PROGRAMS, INC.	D Employer Identification Number (EIN) 16-1532213

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

		(a) Beginning of Year	(b) End of Year
Assets			
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	25587	0
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	3529807	0
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	3555394	0
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k		
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	3555394	0

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)	0	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	0	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends:			
(A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	110	
(D) Total dividends. Add lines 2b(2)(A), (B), and (C)	2b(2)(D)		110
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets:			
(A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		28516
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		28626

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3577296	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		3577296
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	6724	
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)		
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		6724
j Total expenses. Add all expense amounts in column (b) and enter total	2j		3584020

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-3555394
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **FIRLEY MORAN FREER & EASSA CPA, PC**

(2) EIN: **16-1148763**

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.)		X	
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.)		X	
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.)		X	
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.)		X	
e Was this plan covered by a fidelity bond?	X		325000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
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?		X	
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?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)		X	
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.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
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 0.

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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2024 and ending 02/28/2024

A Name of plan <u>SPECIAL PROGRAMS, INC. 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SPECIAL PROGRAMS, INC.</u>	D Employer Identification Number (EIN) <u>16-1532213</u>	

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	0
---	---	---

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):
 EIN(s): 95-6817943

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	
--	---	--

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? Yes No N/A
If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a	
b Enter the amount contributed by the employer to the plan for this plan year	6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c	

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? Yes No N/A

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? Yes No N/A

Part III	Amendments
-----------------	-------------------

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? Yes No

11 a Does the ESOP hold any preferred stock? Yes No

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) Yes No

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? Yes No

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: <input type="checkbox"/> last contributing employer <input type="checkbox"/> alternative <input type="checkbox"/> reasonable approximation (see instructions for required attachment)	14a	
b The plan year immediately preceding the current plan year. <input type="checkbox"/> 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. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....	14c	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

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

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

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

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

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

a Enter the percentage of plan assets held as:
 Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____%
 High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____%

b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:
 0-5 years 5-10 years 10-15 years 15 years or more

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

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

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:
 Yes.
 No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.
 No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.
 No. Other. Provide explanation.....

Part VII IRS Compliance Questions

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

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).
 Design-based safe harbor method
 "Prior year" ADP test
 "Current year" ADP test
 N/A

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter 06 / 30 / 2020 (MM/DD/YYYY) and the Opinion Letter serial number Q703780A.

Audited Financial Statements

**SPECIAL PROGRAMS, INC. 401(k)
PROFIT SHARING PLAN**

February 28, 2024

Audited Financial Statements

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024

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INDEPENDENT AUDITOR'S REPORT

To the Plan Trustee
Special Programs, Inc. 401(k) Profit Sharing Plan
Oswego, New York

Scope and Nature of the ERISA Section 103(a)(3)(C) Audits of the 2024 and 2023 Financial Statements

We have performed audits of the financial statements of Special Programs, Inc. 401(k) Profit Sharing Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C) ("ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of February 28, 2024 and December 31, 2023, and the related statements of changes in net assets available for benefits for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, and the related notes to the financial statements ("2024 and 2023 financial statements").

Management, having determined it is permissible in the circumstances, has elected to have the audits of the 2024 and 2023 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 ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the Plan ("investment information") by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA ("qualified institution").

Management has obtained certifications from a qualified institution as of February 28, 2024 and December 31, 2023 and for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, stating that the certified investment information, as described in Note D to the financial statements, is complete and accurate.

Opinion on the 2024 and 2023 Financial Statements

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audits of the 2024 and 2023 Financial Statements section:

- The amounts and disclosures in the accompanying 2024 and 2023 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 ("U.S. GAAP").

- The information in the accompanying 2024 and 2023 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).

Basis for Opinion on the 2024 and 2023 Financial Statements

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (“GAAS”). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audits of the 2024 and 2023 Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion on the 2024 and 2023 financial statements.

Emphasis of Matter--Plan Termination and Liquidation Basis

As discussed in Note A to the financial statements, the Plan Trustee made the decision on November 10, 2023 to terminate the Plan, and management determined liquidation is imminent. As a result, the Plan has changed its basis of accounting from the going concern basis of accounting used in presenting the 2022 financial statements to the liquidation basis of accounting used in presenting the 2024 and 2023 financial statements. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the 2024 and 2023 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP, 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) audits 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 within one year after the date that the financial statements are issued or 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 Audits of the 2024 and 2023 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audits of the 2024 and 2023 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

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

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2024 and 2023 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 U.S. GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the 2024 and 2023 financial statements as a whole are presented fairly, in all material respects, in accordance with U.S. GAAP.

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

Other Matters

2023 Supplemental Schedule Required by ERISA

The supplemental schedule, 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 DOL'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 its form and content, is presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion:

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the DOL'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

We have audited the 2022 financial statements, and in our report dated October 6, 2023, we expressed an unmodified opinion on those 2022 financial statements.

Sirley, Moran, Green & Esser, CPA, P.C.

Syracuse, New York
December 12, 2024

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

	February 28, 2024 (Liquidation Basis)	December 31, 2023 (Liquidation Basis)	December 31, 2022 (Going Concern Basis)
ASSETS			
Participant directed investments, at fair value:			
Shares of registered investment companies	\$-0-	\$ 3,529,807	\$ 3,732,013
Receivables--notes from participants	<u>-0-</u>	<u>25,587</u>	<u>29,873</u>
TOTAL ASSETS	-0-	3,555,394	3,761,886
LIABILITIES			
	<u>-0-</u>	<u>-0-</u>	<u>-0-</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$-0-</u></u>	<u><u>\$ 3,555,394</u></u>	<u><u>\$ 3,761,886</u></u>

See notes to financial statements.

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

	January 1, 2024 to February 28, 2024 (Liquidation Basis)	Year ended December 31, 2023 (Liquidation Basis)	Year ended December 31, 2022 (Going Concern Basis)
ADDITIONS			
Additions to net assets attributed to:			
Investment income:			
Net appreciation in fair value of registered investment companies	\$ 28,516	\$ 562,879	\$ -0-
Dividends	110	104,436	216,879
	<u>28,626</u>	<u>667,315</u>	<u>216,879</u>
Interest income on notes receivable from participants	-0-	1,808	658
Participants' salary deferrals and rollover contributions	-0-	129,345	282,775
TOTAL ADDITIONS	<u>28,626</u>	<u>798,468</u>	<u>500,312</u>
DEDUCTIONS			
Deductions from net assets attributed to:			
Net depreciation in fair value of registered investment companies	-0-	-0-	1,028,902
Benefits paid to participants	3,577,296	988,667	112,787
Administrative expenses	6,724	16,293	13,585
TOTAL DEDUCTIONS	<u>3,584,020</u>	<u>1,004,960</u>	<u>1,155,274</u>
NET DECREASE	<u>(3,555,394)</u>	<u>(206,492)</u>	<u>(654,962)</u>
Net assets available for benefits at beginning of period/year	<u>3,555,394</u>	<u>3,761,886</u>	<u>4,416,848</u>
END OF PERIOD/YEAR	<u>\$ -0-</u>	<u>\$ 3,555,394</u>	<u>\$ 3,761,886</u>

See notes to financial statements.

NOTES TO FINANCIAL STATEMENTS

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE A--PLAN TERMINATION

On November 10, 2023, the Special Programs, Inc. 401(k) Profit Sharing Plan (“the Plan”) Plan Trustee made a decision to terminate the Plan as of December 31, 2023. As a result all participants became fully vested in their account balances as of November 10, 2023. Participants were given the option to remove their plan assets as a cash distribution, rollover to an individual retirement account, or rollover to another employer’s qualified plan. Participants with loan balances were required to repay the balance in full prior to their final distribution to avoid a taxable event. All assets were distributed from the Plan to its participants by February 28, 2024.

NOTE B--DESCRIPTION OF THE PLAN

The following description of the Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General: The Plan is a defined contribution plan covering substantially all employees of Special Programs, Inc. (the “Company” or “Plan Sponsor”). Employees are eligible to participate in the elective deferral feature of the Plan on the first day of the month coinciding with or following the date of hire and after attaining age eighteen. Participants are eligible to receive an allocation of the Company’s discretionary matching contributions and discretionary profit sharing contributions if they have attained the age of eighteen. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”). The Plan Trustee is responsible for oversight of the Plan and for determining the appropriateness of the Plan’s investment offerings and monitoring investment performance.

Participant Contributions: Each year, participants may contribute tax-deferred or after-tax Roth dollars through payroll deductions up to the maximum in any calendar year as set forth in the Internal Revenue Code (“IRC”) (“elective deferral contributions”). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions as determined by the Internal Revenue Service (“IRS”). Participants may also contribute amounts representing distributions from other qualified retirement plans (“rollovers”). Participants direct the investment of their contributions into various investment options offered by the Plan. Additional discretionary matching and profit sharing contributions may be contributed at the option of the Company. The Company did not make a discretionary matching or discretionary profit sharing contribution during the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022. Contributions are subject to certain IRS limitations.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE B--DESCRIPTION OF THE PLAN--Continued

Participant Accounts: Each participant's account is credited with elective deferral contributions and allocations of Company contributions, Plan earnings or losses, and administrative expenses. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, 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 discretionary matching and profit sharing contribution portion of their accounts plus actual earnings is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Vested Percentage</u>
Less than 2 years	0%
At least 2 years but less than 3	20
At least 3 years but less than 4	40
At least 4 years but less than 5	60
At least 5 years but less than 6	80
6 years or more	100

As a result of the Plan Trustee's decision to terminate the Plan during 2023, all participants became fully vested in their account balances.

Notes Receivable From Participants: Participants may borrow from their vested accounts a minimum of \$1,000 with the maximum amount being the lesser of 50% of the vested account balance or \$50,000 reduced by the highest outstanding loan balance at any time in the preceding year. The loans are secured by the balance in the participant's account and bear interest at a rate determined by the Plan Administrator (currently prime rate plus 1.00%). Principal and interest are paid ratably through payroll deductions over a period not to exceed five years, unless the loan is for the purpose of acquiring a principal residence then the maximum period shall be 15 years. Participants can only have one outstanding loan with the Plan at any one time.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE B--DESCRIPTION OF THE PLAN--Continued

Payment of Benefits: Upon termination of a participant's employment for any reason, including death, disability or retirement, a participant may elect to receive either a lump-sum cash distribution, a direct rollover distribution, or a combination of both equal to the value of the participant's vested interest in his or her account. If a participant's vested account balance is between \$1,000 and \$5,000, and the participant fails to make a distribution election, a lump-sum amount will be rolled over to an individual retirement account without their consent. If a participant's vested account balance is \$1,000 or less, and the participant fails to make a distribution election, a lump-sum amount will be paid to the participant without their consent. Distributions pursuant to the Plan termination will be paid at the participant's election and recorded upon distribution.

Forfeited Accounts: Forfeited nonvested accounts are retained by the Plan and are used to offset subsequent Company contributions made to the Plan or are used to pay Plan administrative expenses. There were no forfeited nonvested accounts available to the Company at February 28, 2024. At December 31, 2023 and 2022, there were \$59 and \$622, respectively, in forfeited nonvested accounts available to the Company. During the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022, forfeited nonvested accounts totaling \$59, \$3,190 and \$10,425, respectively, were used to pay Plan administrative fees.

NOTE C--SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: Due to the decision to terminate the Plan during 2023, management determined that liquidation of the Plan is imminent and the Plan's financial statements for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023 have been prepared using the liquidation basis of accounting. The Plan's financial statements for the year ended December 31, 2022 were prepared using the going concern basis of accounting. There are no material differences in the Plan's 2024 and 2023 financial statements using the liquidation basis of accounting compared with the going concern basis of accounting used to prepare the 2022 financial statements.

Use of Estimates: The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amount of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE C--SIGNIFICANT ACCOUNTING POLICIES--Continued

Investment Valuation and Income Recognition: There were no investments held by the Plan at February 28, 2024 due to the Plan termination, as discussed in Note A. Investments at December 31, 2023 are reported at fair value which represents liquidation value due to the Plan termination (see Note A). Investments at December 31, 2022 are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's trustee determines the Plan's valuation policies utilizing information provided by the custodian. See Note E for a discussion of fair value measurements.

Purchases and sales of shares in registered investment companies are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable From Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed as incurred. No allowance for credit losses has been recorded at December 31, 2023 and 2022. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment 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. Fees related to the administration of notes receivable from participants and benefit payments are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

Events Occurring After Report Date: The Plan's management has evaluated events and transactions that occurred between February 28, 2024 and December 12, 2024 which is the date the financial statements were available to be issued, for possible disclosure and recognition in the financial statements. There were no such events or transactions identified by the Plan Administrator.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE D--INFORMATION CERTIFIED AND PROVIDED BY CAPITAL
BANK AND TRUST COMPANY (UNAUDITED)

The following is a summary of the Plan's asset information as of February 28, 2024 and for the period then ended and as of December 31, 2023 and for the year then ended, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the custodian and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the custodian that information provided to the Plan Administrator by the custodian related to the following assets is complete and accurate.

Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedule related to the following assets.

	February 28, 2024	December 31, 2023
Participant directed investments at fair value:		
Shares of registered investment companies	<u>\$-0-</u>	<u>\$ 3,529,807</u>
Receivables--notes from participants	<u>\$-0-</u>	<u>\$ 25,587</u>

Capital Bank and Trust Company also certified to the completeness and accuracy of \$28,516 and \$562,879 of net appreciation in fair value of investments, \$110 and \$104,436 of dividends and \$-0- and \$1,808 of interest income on notes receivable from participants for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, respectively.

NOTE E--FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under the Financial Accounting Standards Board Accounting Standards Codification Topic 820, "Fair Value Measurements and Disclosures", are described as follows:

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

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE E--FAIR VALUE MEASUREMENTS--Continued

Level 2 Inputs to the valuation methodology include:

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

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

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

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

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

Registered investment companies: Valued at the daily closing price as reported by the registered investment company. Shares in registered investment companies held by the Plan are open-ended shares that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value and transact at that price. The shares in registered investment companies held by the Plan are deemed to be actively traded.

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

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE E--FAIR VALUE MEASUREMENTS--Continued

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

	Investments at Fair Value as of:			
	December 31, 2023			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Shares of registered investment companies	<u>\$3,529,807</u>	<u>\$-0-</u>	<u>\$-0-</u>	<u>\$3,529,807</u>
	December 31, 2022			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Shares of registered investment companies	<u>\$3,732,013</u>	<u>\$-0-</u>	<u>\$-0-</u>	<u>\$3,732,013</u>

NOTE F--RELATED PARTY AND PARTY IN INTEREST TRANSACTIONS

The Plan invests in shares of registered investment companies managed by American Funds. Capital Bank & Trust is the custodian of the Plan's investments and is also affiliated with American Funds, therefore, these transactions qualify as party in interest transactions and are exempt from the prohibited transaction rules. Fees incurred by the Plan for the investment management services are included in net appreciation (depreciation) in fair value of the investments, as they are paid through revenue sharing, rather than a direct payment. Fees deducted from Plan participants' accounts totaling \$6,724, \$16,293 and \$13,585 for the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022, respectively, represent auditing, recordkeeping and other administrative fees. The Plan Sponsor pays directly any other fees related to the Plan's operations. The Plan Administrator believes all party in interest transactions qualify for either statutory or administrative exemption from the prohibited transaction rules under ERISA.

NOTE G--TAX STATUS

Effective January 1, 2022, the Plan adopted the amended and restated version of the non-standardized form of a prototype plan sponsored by Omega, Inc. The IRS has determined and informed the prototype plan sponsor by a letter dated June 30, 2020, that the prototype plan qualifies under the applicable sections of the IRC. The Plan Administrator timely adopted the prototype plan. The Plan Administrator believes that the Plan is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE G--TAX STATUS--Continued

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2020.

NOTE H--RISKS AND UNCERTAINTIES

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

NOTE I--RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the accompanying financial statements to the respective Form 5500:

	February 28, 2024	December 31, 2023	December 31, 2022
Net assets available for benefits per the financial statements	\$ -0-	\$3,555,394	\$3,761,886
Differences in:			
Investments	-0-	25,587	29,873
Notes receivable from participants	-0-	(25,587)	(29,873)
Net assets available for benefits per the Form 5500	<u>\$ -0-</u>	<u>\$3,555,394</u>	<u>\$3,761,886</u>

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

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

EIN: 16-1532213

PLAN NO: 001

December 31, 2023

(a)	(b)Identity of Issue, Borrower, Lessor or Similar Party	(c)Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	** (d)Cost	(e)Current Value
	<u>Registered Investment Companies</u>			
*	American Funds EuroPacific Gr	381 shares - Mutual Fund		\$ 20,853
*	American Funds Growth Fund of Amer	1,648 shares - Mutual Fund		104,176
*	American Funds New Perspective	603 shares - Mutual Fund		33,751
*	American Funds New World	79 shares - Mutual Fund		5,939
*	American Funds SMALLCAP World	957 shares - Mutual Fund		65,837
*	American Funds Capital World G&I	1,226 shares - Mutual Fund		73,706
*	American Funds Invt Co of Amer	1,767 shares - Mutual Fund		88,991
*	American Funds Capital Inc Bldr	2,276 shares - Mutual Fund		150,667
*	American Funds American Balanced	870 shares - Mutual Fund		27,831
*	American Funds US Government Sec	875 shares - Mutual Fund		10,644
*	American Funds US Government Money Market	17,763 shares - Mutual Fund		17,823
*	American Funds Trgt Date Ret 2020	6,212 shares - Mutual Fund		80,945
*	American Funds Trgt Date Ret 2025	946 shares - Mutual Fund		13,853
*	American Funds Trgt Date Ret 2030	2,711 shares - Mutual Fund		43,968
*	American Funds Trgt Date Ret 2035	32,741 shares - Mutual Fund		577,875
*	American Funds Trgt Date Ret 2040	45,185 shares - Mutual Fund		839,535
*	American Funds Trgt Date Ret 2045	27,977 shares - Mutual Fund		533,525
*	American Funds Trgt Date Ret 2050	23,236 shares - Mutual Fund		435,681
*	American Funds Trgt Date Ret 2055	11,172 shares - Mutual Fund		264,226
*	American Funds Trgt Date Ret 2060	8,351 shares - Mutual Fund		133,782
*	American Funds Trgt Date Ret 2065	399 shares - Mutual Fund		6,199
		Subtotal		3,529,807
*	Notes receivable from participants	5.25 - 8.50%		25,587
		Total		\$3,555,394

* Represents party in interest

** Cost omitted for participant directed accounts

Audited Financial Statements

**SPECIAL PROGRAMS, INC. 401(k)
PROFIT SHARING PLAN**

February 28, 2024

Audited Financial Statements

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024

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INDEPENDENT AUDITOR'S REPORT

To the Plan Trustee
Special Programs, Inc. 401(k) Profit Sharing Plan
Oswego, New York

Scope and Nature of the ERISA Section 103(a)(3)(C) Audits of the 2024 and 2023 Financial Statements

We have performed audits of the financial statements of Special Programs, Inc. 401(k) Profit Sharing Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C) ("ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of February 28, 2024 and December 31, 2023, and the related statements of changes in net assets available for benefits for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, and the related notes to the financial statements ("2024 and 2023 financial statements").

Management, having determined it is permissible in the circumstances, has elected to have the audits of the 2024 and 2023 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 ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the Plan ("investment information") by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA ("qualified institution").

Management has obtained certifications from a qualified institution as of February 28, 2024 and December 31, 2023 and for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, stating that the certified investment information, as described in Note D to the financial statements, is complete and accurate.

Opinion on the 2024 and 2023 Financial Statements

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audits of the 2024 and 2023 Financial Statements section:

- The amounts and disclosures in the accompanying 2024 and 2023 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 ("U.S. GAAP").

- The information in the accompanying 2024 and 2023 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).

Basis for Opinion on the 2024 and 2023 Financial Statements

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (“GAAS”). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audits of the 2024 and 2023 Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion on the 2024 and 2023 financial statements.

Emphasis of Matter--Plan Termination and Liquidation Basis

As discussed in Note A to the financial statements, the Plan Trustee made the decision on November 10, 2023 to terminate the Plan, and management determined liquidation is imminent. As a result, the Plan has changed its basis of accounting from the going concern basis of accounting used in presenting the 2022 financial statements to the liquidation basis of accounting used in presenting the 2024 and 2023 financial statements. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the 2024 and 2023 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP, 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) audits 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 within one year after the date that the financial statements are issued or 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 Audits of the 2024 and 2023 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audits of the 2024 and 2023 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

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

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2024 and 2023 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 U.S. GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the 2024 and 2023 financial statements as a whole are presented fairly, in all material respects, in accordance with U.S. GAAP.

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

Other Matters

2023 Supplemental Schedule Required by ERISA

The supplemental schedule, 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 DOL'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 its form and content, is presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion:

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the DOL'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

We have audited the 2022 financial statements, and in our report dated October 6, 2023, we expressed an unmodified opinion on those 2022 financial statements.

Sirley, Moran, Green & Esser, CPA, P.C.

Syracuse, New York
December 12, 2024

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

	February 28, 2024 (Liquidation Basis)	December 31, 2023 (Liquidation Basis)	December 31, 2022 (Going Concern Basis)
ASSETS			
Participant directed investments, at fair value:			
Shares of registered investment companies	\$-0-	\$ 3,529,807	\$ 3,732,013
Receivables--notes from participants	-0-	25,587	29,873
TOTAL ASSETS	<u>-0-</u>	<u>3,555,394</u>	<u>3,761,886</u>
LIABILITIES			
	<u>-0-</u>	<u>-0-</u>	<u>-0-</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$-0-</u></u>	<u><u>\$ 3,555,394</u></u>	<u><u>\$ 3,761,886</u></u>

See notes to financial statements.

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

	January 1, 2024 to February 28, 2024 (Liquidation Basis)	Year ended December 31, 2023 (Liquidation Basis)	Year ended December 31, 2022 (Going Concern Basis)
ADDITIONS			
Additions to net assets attributed to:			
Investment income:			
Net appreciation in fair value of registered investment companies	\$ 28,516	\$ 562,879	\$ -0-
Dividends	110	104,436	216,879
	<u>28,626</u>	<u>667,315</u>	<u>216,879</u>
Interest income on notes receivable from participants	-0-	1,808	658
Participants' salary deferrals and rollover contributions	-0-	129,345	282,775
TOTAL ADDITIONS	<u>28,626</u>	<u>798,468</u>	<u>500,312</u>
DEDUCTIONS			
Deductions from net assets attributed to:			
Net depreciation in fair value of registered investment companies	-0-	-0-	1,028,902
Benefits paid to participants	3,577,296	988,667	112,787
Administrative expenses	6,724	16,293	13,585
TOTAL DEDUCTIONS	<u>3,584,020</u>	<u>1,004,960</u>	<u>1,155,274</u>
NET DECREASE	<u>(3,555,394)</u>	<u>(206,492)</u>	<u>(654,962)</u>
Net assets available for benefits at beginning of period/year	<u>3,555,394</u>	<u>3,761,886</u>	<u>4,416,848</u>
END OF PERIOD/YEAR	<u>\$ -0-</u>	<u>\$ 3,555,394</u>	<u>\$ 3,761,886</u>

See notes to financial statements.

NOTES TO FINANCIAL STATEMENTS

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE A--PLAN TERMINATION

On November 10, 2023, the Special Programs, Inc. 401(k) Profit Sharing Plan (“the Plan”) Plan Trustee made a decision to terminate the Plan as of December 31, 2023. As a result all participants became fully vested in their account balances as of November 10, 2023. Participants were given the option to remove their plan assets as a cash distribution, rollover to an individual retirement account, or rollover to another employer’s qualified plan. Participants with loan balances were required to repay the balance in full prior to their final distribution to avoid a taxable event. All assets were distributed from the Plan to its participants by February 28, 2024.

NOTE B--DESCRIPTION OF THE PLAN

The following description of the Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General: The Plan is a defined contribution plan covering substantially all employees of Special Programs, Inc. (the “Company” or “Plan Sponsor”). Employees are eligible to participate in the elective deferral feature of the Plan on the first day of the month coinciding with or following the date of hire and after attaining age eighteen. Participants are eligible to receive an allocation of the Company’s discretionary matching contributions and discretionary profit sharing contributions if they have attained the age of eighteen. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”). The Plan Trustee is responsible for oversight of the Plan and for determining the appropriateness of the Plan’s investment offerings and monitoring investment performance.

Participant Contributions: Each year, participants may contribute tax-deferred or after-tax Roth dollars through payroll deductions up to the maximum in any calendar year as set forth in the Internal Revenue Code (“IRC”) (“elective deferral contributions”). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions as determined by the Internal Revenue Service (“IRS”). Participants may also contribute amounts representing distributions from other qualified retirement plans (“rollovers”). Participants direct the investment of their contributions into various investment options offered by the Plan. Additional discretionary matching and profit sharing contributions may be contributed at the option of the Company. The Company did not make a discretionary matching or discretionary profit sharing contribution during the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022. Contributions are subject to certain IRS limitations.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE B--DESCRIPTION OF THE PLAN--Continued

Participant Accounts: Each participant's account is credited with elective deferral contributions and allocations of Company contributions, Plan earnings or losses, and administrative expenses. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, 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 discretionary matching and profit sharing contribution portion of their accounts plus actual earnings is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Vested Percentage</u>
Less than 2 years	0%
At least 2 years but less than 3	20
At least 3 years but less than 4	40
At least 4 years but less than 5	60
At least 5 years but less than 6	80
6 years or more	100

As a result of the Plan Trustee's decision to terminate the Plan during 2023, all participants became fully vested in their account balances.

Notes Receivable From Participants: Participants may borrow from their vested accounts a minimum of \$1,000 with the maximum amount being the lesser of 50% of the vested account balance or \$50,000 reduced by the highest outstanding loan balance at any time in the preceding year. The loans are secured by the balance in the participant's account and bear interest at a rate determined by the Plan Administrator (currently prime rate plus 1.00%). Principal and interest are paid ratably through payroll deductions over a period not to exceed five years, unless the loan is for the purpose of acquiring a principal residence then the maximum period shall be 15 years. Participants can only have one outstanding loan with the Plan at any one time.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE B--DESCRIPTION OF THE PLAN--Continued

Payment of Benefits: Upon termination of a participant's employment for any reason, including death, disability or retirement, a participant may elect to receive either a lump-sum cash distribution, a direct rollover distribution, or a combination of both equal to the value of the participant's vested interest in his or her account. If a participant's vested account balance is between \$1,000 and \$5,000, and the participant fails to make a distribution election, a lump-sum amount will be rolled over to an individual retirement account without their consent. If a participant's vested account balance is \$1,000 or less, and the participant fails to make a distribution election, a lump-sum amount will be paid to the participant without their consent. Distributions pursuant to the Plan termination will be paid at the participant's election and recorded upon distribution.

Forfeited Accounts: Forfeited nonvested accounts are retained by the Plan and are used to offset subsequent Company contributions made to the Plan or are used to pay Plan administrative expenses. There were no forfeited nonvested accounts available to the Company at February 28, 2024. At December 31, 2023 and 2022, there were \$59 and \$622, respectively, in forfeited nonvested accounts available to the Company. During the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022, forfeited nonvested accounts totaling \$59, \$3,190 and \$10,425, respectively, were used to pay Plan administrative fees.

NOTE C--SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: Due to the decision to terminate the Plan during 2023, management determined that liquidation of the Plan is imminent and the Plan's financial statements for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023 have been prepared using the liquidation basis of accounting. The Plan's financial statements for the year ended December 31, 2022 were prepared using the going concern basis of accounting. There are no material differences in the Plan's 2024 and 2023 financial statements using the liquidation basis of accounting compared with the going concern basis of accounting used to prepare the 2022 financial statements.

Use of Estimates: The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amount of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE C--SIGNIFICANT ACCOUNTING POLICIES--Continued

Investment Valuation and Income Recognition: There were no investments held by the Plan at February 28, 2024 due to the Plan termination, as discussed in Note A. Investments at December 31, 2023 are reported at fair value which represents liquidation value due to the Plan termination (see Note A). Investments at December 31, 2022 are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's trustee determines the Plan's valuation policies utilizing information provided by the custodian. See Note E for a discussion of fair value measurements.

Purchases and sales of shares in registered investment companies are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable From Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed as incurred. No allowance for credit losses has been recorded at December 31, 2023 and 2022. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment 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. Fees related to the administration of notes receivable from participants and benefit payments are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

Events Occurring After Report Date: The Plan's management has evaluated events and transactions that occurred between February 28, 2024 and December 12, 2024 which is the date the financial statements were available to be issued, for possible disclosure and recognition in the financial statements. There were no such events or transactions identified by the Plan Administrator.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE D--INFORMATION CERTIFIED AND PROVIDED BY CAPITAL
BANK AND TRUST COMPANY (UNAUDITED)

The following is a summary of the Plan's asset information as of February 28, 2024 and for the period then ended and as of December 31, 2023 and for the year then ended, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the custodian and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the custodian that information provided to the Plan Administrator by the custodian related to the following assets is complete and accurate.

Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedule related to the following assets.

	February 28, 2024	December 31, 2023
Participant directed investments at fair value:		
Shares of registered investment companies	<u>\$-0-</u>	<u>\$ 3,529,807</u>
Receivables--notes from participants	<u>\$-0-</u>	<u>\$ 25,587</u>

Capital Bank and Trust Company also certified to the completeness and accuracy of \$28,516 and \$562,879 of net appreciation in fair value of investments, \$110 and \$104,436 of dividends and \$-0- and \$1,808 of interest income on notes receivable from participants for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, respectively.

NOTE E--FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under the Financial Accounting Standards Board Accounting Standards Codification Topic 820, "Fair Value Measurements and Disclosures", are described as follows:

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

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE E--FAIR VALUE MEASUREMENTS--Continued

Level 2 Inputs to the valuation methodology include:

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

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

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

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

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

Registered investment companies: Valued at the daily closing price as reported by the registered investment company. Shares in registered investment companies held by the Plan are open-ended shares that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value and transact at that price. The shares in registered investment companies held by the Plan are deemed to be actively traded.

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

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE E--FAIR VALUE MEASUREMENTS--Continued

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

	Investments at Fair Value as of:			
	December 31, 2023			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Shares of registered investment companies	<u>\$3,529,807</u>	<u>\$-0-</u>	<u>\$-0-</u>	<u>\$3,529,807</u>
	December 31, 2022			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Shares of registered investment companies	<u>\$3,732,013</u>	<u>\$-0-</u>	<u>\$-0-</u>	<u>\$3,732,013</u>

NOTE F--RELATED PARTY AND PARTY IN INTEREST TRANSACTIONS

The Plan invests in shares of registered investment companies managed by American Funds. Capital Bank & Trust is the custodian of the Plan's investments and is also affiliated with American Funds, therefore, these transactions qualify as party in interest transactions and are exempt from the prohibited transaction rules. Fees incurred by the Plan for the investment management services are included in net appreciation (depreciation) in fair value of the investments, as they are paid through revenue sharing, rather than a direct payment. Fees deducted from Plan participants' accounts totaling \$6,724, \$16,293 and \$13,585 for the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022, respectively, represent auditing, recordkeeping and other administrative fees. The Plan Sponsor pays directly any other fees related to the Plan's operations. The Plan Administrator believes all party in interest transactions qualify for either statutory or administrative exemption from the prohibited transaction rules under ERISA.

NOTE G--TAX STATUS

Effective January 1, 2022, the Plan adopted the amended and restated version of the non-standardized form of a prototype plan sponsored by Omega, Inc. The IRS has determined and informed the prototype plan sponsor by a letter dated June 30, 2020, that the prototype plan qualifies under the applicable sections of the IRC. The Plan Administrator timely adopted the prototype plan. The Plan Administrator believes that the Plan is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE G--TAX STATUS--Continued

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2020.

NOTE H--RISKS AND UNCERTAINTIES

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

NOTE I--RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the accompanying financial statements to the respective Form 5500:

	February 28, 2024	December 31, 2023	December 31, 2022
Net assets available for benefits per the financial statements	\$ -0-	\$3,555,394	\$3,761,886
Differences in:			
Investments	-0-	25,587	29,873
Notes receivable from participants	-0-	(25,587)	(29,873)
Net assets available for benefits per the Form 5500	<u>\$ -0-</u>	<u>\$3,555,394</u>	<u>\$3,761,886</u>

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

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

EIN: 16-1532213

PLAN NO: 001

December 31, 2023

(a)	(b)Identity of Issue, Borrower, Lessor or Similar Party	(c)Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	** (d)Cost	(e)Current Value
	<u>Registered Investment Companies</u>			
*	American Funds EuroPacific Gr	381 shares - Mutual Fund		\$ 20,853
*	American Funds Growth Fund of Amer	1,648 shares - Mutual Fund		104,176
*	American Funds New Perspective	603 shares - Mutual Fund		33,751
*	American Funds New World	79 shares - Mutual Fund		5,939
*	American Funds SMALLCAP World	957 shares - Mutual Fund		65,837
*	American Funds Capital World G&I	1,226 shares - Mutual Fund		73,706
*	American Funds Invt Co of Amer	1,767 shares - Mutual Fund		88,991
*	American Funds Capital Inc Bldr	2,276 shares - Mutual Fund		150,667
*	American Funds American Balanced	870 shares - Mutual Fund		27,831
*	American Funds US Government Sec	875 shares - Mutual Fund		10,644
*	American Funds US Government Money Market	17,763 shares - Mutual Fund		17,823
*	American Funds Trgt Date Ret 2020	6,212 shares - Mutual Fund		80,945
*	American Funds Trgt Date Ret 2025	946 shares - Mutual Fund		13,853
*	American Funds Trgt Date Ret 2030	2,711 shares - Mutual Fund		43,968
*	American Funds Trgt Date Ret 2035	32,741 shares - Mutual Fund		577,875
*	American Funds Trgt Date Ret 2040	45,185 shares - Mutual Fund		839,535
*	American Funds Trgt Date Ret 2045	27,977 shares - Mutual Fund		533,525
*	American Funds Trgt Date Ret 2050	23,236 shares - Mutual Fund		435,681
*	American Funds Trgt Date Ret 2055	11,172 shares - Mutual Fund		264,226
*	American Funds Trgt Date Ret 2060	8,351 shares - Mutual Fund		133,782
*	American Funds Trgt Date Ret 2065	399 shares - Mutual Fund		6,199
		Subtotal		3,529,807
*	Notes receivable from participants	5.25 - 8.50%		25,587
		Total		\$3,555,394

* Represents party in interest

** Cost omitted for participant directed accounts

Audited Financial Statements

**SPECIAL PROGRAMS, INC. 401(k)
PROFIT SHARING PLAN**

February 28, 2024

Audited Financial Statements

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024

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INDEPENDENT AUDITOR'S REPORT

To the Plan Trustee
Special Programs, Inc. 401(k) Profit Sharing Plan
Oswego, New York

Scope and Nature of the ERISA Section 103(a)(3)(C) Audits of the 2024 and 2023 Financial Statements

We have performed audits of the financial statements of Special Programs, Inc. 401(k) Profit Sharing Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), as permitted by ERISA Section 103(a)(3)(C) ("ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of February 28, 2024 and December 31, 2023, and the related statements of changes in net assets available for benefits for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, and the related notes to the financial statements ("2024 and 2023 financial statements").

Management, having determined it is permissible in the circumstances, has elected to have the audits of the 2024 and 2023 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 ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the Plan ("investment information") by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA ("qualified institution").

Management has obtained certifications from a qualified institution as of February 28, 2024 and December 31, 2023 and for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, stating that the certified investment information, as described in Note D to the financial statements, is complete and accurate.

Opinion on the 2024 and 2023 Financial Statements

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audits of the 2024 and 2023 Financial Statements section:

- The amounts and disclosures in the accompanying 2024 and 2023 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 ("U.S. GAAP").

- The information in the accompanying 2024 and 2023 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).

Basis for Opinion on the 2024 and 2023 Financial Statements

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (“GAAS”). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audits of the 2024 and 2023 Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion on the 2024 and 2023 financial statements.

Emphasis of Matter--Plan Termination and Liquidation Basis

As discussed in Note A to the financial statements, the Plan Trustee made the decision on November 10, 2023 to terminate the Plan, and management determined liquidation is imminent. As a result, the Plan has changed its basis of accounting from the going concern basis of accounting used in presenting the 2022 financial statements to the liquidation basis of accounting used in presenting the 2024 and 2023 financial statements. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the 2024 and 2023 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP, 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) audits 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 within one year after the date that the financial statements are issued or 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 Audits of the 2024 and 2023 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audits of the 2024 and 2023 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

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

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2024 and 2023 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 U.S. GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the 2024 and 2023 financial statements as a whole are presented fairly, in all material respects, in accordance with U.S. GAAP.

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

Other Matters

2023 Supplemental Schedule Required by ERISA

The supplemental schedule, 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 DOL'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 its form and content, is presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion:

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the DOL'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

We have audited the 2022 financial statements, and in our report dated October 6, 2023, we expressed an unmodified opinion on those 2022 financial statements.

Sirley, Moran, Green & Esser, CPA, P.C.

Syracuse, New York
December 12, 2024

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

	February 28, 2024 (Liquidation Basis)	December 31, 2023 (Liquidation Basis)	December 31, 2022 (Going Concern Basis)
ASSETS			
Participant directed investments, at fair value:			
Shares of registered investment companies	\$-0-	\$ 3,529,807	\$ 3,732,013
Receivables--notes from participants	-0-	25,587	29,873
TOTAL ASSETS	<u>-0-</u>	<u>3,555,394</u>	<u>3,761,886</u>
LIABILITIES			
	<u>-0-</u>	<u>-0-</u>	<u>-0-</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$-0-</u></u>	<u><u>\$ 3,555,394</u></u>	<u><u>\$ 3,761,886</u></u>

See notes to financial statements.

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

	January 1, 2024 to February 28, 2024 (Liquidation Basis)	Year ended December 31, 2023 (Liquidation Basis)	Year ended December 31, 2022 (Going Concern Basis)
ADDITIONS			
Additions to net assets attributed to:			
Investment income:			
Net appreciation in fair value of registered investment companies	\$ 28,516	\$ 562,879	\$ -0-
Dividends	110	104,436	216,879
	<u>28,626</u>	<u>667,315</u>	<u>216,879</u>
Interest income on notes receivable from participants	-0-	1,808	658
Participants' salary deferrals and rollover contributions	-0-	129,345	282,775
TOTAL ADDITIONS	<u>28,626</u>	<u>798,468</u>	<u>500,312</u>
DEDUCTIONS			
Deductions from net assets attributed to:			
Net depreciation in fair value of registered investment companies	-0-	-0-	1,028,902
Benefits paid to participants	3,577,296	988,667	112,787
Administrative expenses	6,724	16,293	13,585
TOTAL DEDUCTIONS	<u>3,584,020</u>	<u>1,004,960</u>	<u>1,155,274</u>
NET DECREASE	<u>(3,555,394)</u>	<u>(206,492)</u>	<u>(654,962)</u>
Net assets available for benefits at beginning of period/year	<u>3,555,394</u>	<u>3,761,886</u>	<u>4,416,848</u>
END OF PERIOD/YEAR	<u>\$ -0-</u>	<u>\$ 3,555,394</u>	<u>\$ 3,761,886</u>

See notes to financial statements.

NOTES TO FINANCIAL STATEMENTS

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE A--PLAN TERMINATION

On November 10, 2023, the Special Programs, Inc. 401(k) Profit Sharing Plan (“the Plan”) Plan Trustee made a decision to terminate the Plan as of December 31, 2023. As a result all participants became fully vested in their account balances as of November 10, 2023. Participants were given the option to remove their plan assets as a cash distribution, rollover to an individual retirement account, or rollover to another employer’s qualified plan. Participants with loan balances were required to repay the balance in full prior to their final distribution to avoid a taxable event. All assets were distributed from the Plan to its participants by February 28, 2024.

NOTE B--DESCRIPTION OF THE PLAN

The following description of the Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General: The Plan is a defined contribution plan covering substantially all employees of Special Programs, Inc. (the “Company” or “Plan Sponsor”). Employees are eligible to participate in the elective deferral feature of the Plan on the first day of the month coinciding with or following the date of hire and after attaining age eighteen. Participants are eligible to receive an allocation of the Company’s discretionary matching contributions and discretionary profit sharing contributions if they have attained the age of eighteen. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”). The Plan Trustee is responsible for oversight of the Plan and for determining the appropriateness of the Plan’s investment offerings and monitoring investment performance.

Participant Contributions: Each year, participants may contribute tax-deferred or after-tax Roth dollars through payroll deductions up to the maximum in any calendar year as set forth in the Internal Revenue Code (“IRC”) (“elective deferral contributions”). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions as determined by the Internal Revenue Service (“IRS”). Participants may also contribute amounts representing distributions from other qualified retirement plans (“rollovers”). Participants direct the investment of their contributions into various investment options offered by the Plan. Additional discretionary matching and profit sharing contributions may be contributed at the option of the Company. The Company did not make a discretionary matching or discretionary profit sharing contribution during the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022. Contributions are subject to certain IRS limitations.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE B--DESCRIPTION OF THE PLAN--Continued

Participant Accounts: Each participant's account is credited with elective deferral contributions and allocations of Company contributions, Plan earnings or losses, and administrative expenses. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, 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 discretionary matching and profit sharing contribution portion of their accounts plus actual earnings is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Vested Percentage</u>
Less than 2 years	0%
At least 2 years but less than 3	20
At least 3 years but less than 4	40
At least 4 years but less than 5	60
At least 5 years but less than 6	80
6 years or more	100

As a result of the Plan Trustee's decision to terminate the Plan during 2023, all participants became fully vested in their account balances.

Notes Receivable From Participants: Participants may borrow from their vested accounts a minimum of \$1,000 with the maximum amount being the lesser of 50% of the vested account balance or \$50,000 reduced by the highest outstanding loan balance at any time in the preceding year. The loans are secured by the balance in the participant's account and bear interest at a rate determined by the Plan Administrator (currently prime rate plus 1.00%). Principal and interest are paid ratably through payroll deductions over a period not to exceed five years, unless the loan is for the purpose of acquiring a principal residence then the maximum period shall be 15 years. Participants can only have one outstanding loan with the Plan at any one time.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE B--DESCRIPTION OF THE PLAN--Continued

Payment of Benefits: Upon termination of a participant's employment for any reason, including death, disability or retirement, a participant may elect to receive either a lump-sum cash distribution, a direct rollover distribution, or a combination of both equal to the value of the participant's vested interest in his or her account. If a participant's vested account balance is between \$1,000 and \$5,000, and the participant fails to make a distribution election, a lump-sum amount will be rolled over to an individual retirement account without their consent. If a participant's vested account balance is \$1,000 or less, and the participant fails to make a distribution election, a lump-sum amount will be paid to the participant without their consent. Distributions pursuant to the Plan termination will be paid at the participant's election and recorded upon distribution.

Forfeited Accounts: Forfeited nonvested accounts are retained by the Plan and are used to offset subsequent Company contributions made to the Plan or are used to pay Plan administrative expenses. There were no forfeited nonvested accounts available to the Company at February 28, 2024. At December 31, 2023 and 2022, there were \$59 and \$622, respectively, in forfeited nonvested accounts available to the Company. During the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022, forfeited nonvested accounts totaling \$59, \$3,190 and \$10,425, respectively, were used to pay Plan administrative fees.

NOTE C--SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: Due to the decision to terminate the Plan during 2023, management determined that liquidation of the Plan is imminent and the Plan's financial statements for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023 have been prepared using the liquidation basis of accounting. The Plan's financial statements for the year ended December 31, 2022 were prepared using the going concern basis of accounting. There are no material differences in the Plan's 2024 and 2023 financial statements using the liquidation basis of accounting compared with the going concern basis of accounting used to prepare the 2022 financial statements.

Use of Estimates: The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amount of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE C--SIGNIFICANT ACCOUNTING POLICIES--Continued

Investment Valuation and Income Recognition: There were no investments held by the Plan at February 28, 2024 due to the Plan termination, as discussed in Note A. Investments at December 31, 2023 are reported at fair value which represents liquidation value due to the Plan termination (see Note A). Investments at December 31, 2022 are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's trustee determines the Plan's valuation policies utilizing information provided by the custodian. See Note E for a discussion of fair value measurements.

Purchases and sales of shares in registered investment companies are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable From Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed as incurred. No allowance for credit losses has been recorded at December 31, 2023 and 2022. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment 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. Fees related to the administration of notes receivable from participants and benefit payments are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

Events Occurring After Report Date: The Plan's management has evaluated events and transactions that occurred between February 28, 2024 and December 12, 2024 which is the date the financial statements were available to be issued, for possible disclosure and recognition in the financial statements. There were no such events or transactions identified by the Plan Administrator.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE D--INFORMATION CERTIFIED AND PROVIDED BY CAPITAL
BANK AND TRUST COMPANY (UNAUDITED)

The following is a summary of the Plan's asset information as of February 28, 2024 and for the period then ended and as of December 31, 2023 and for the year then ended, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the custodian and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the custodian that information provided to the Plan Administrator by the custodian related to the following assets is complete and accurate.

Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedule related to the following assets.

	February 28, 2024	December 31, 2023
Participant directed investments at fair value:		
Shares of registered investment companies	<u>\$-0-</u>	<u>\$ 3,529,807</u>
Receivables--notes from participants	<u>\$-0-</u>	<u>\$ 25,587</u>

Capital Bank and Trust Company also certified to the completeness and accuracy of \$28,516 and \$562,879 of net appreciation in fair value of investments, \$110 and \$104,436 of dividends and \$-0- and \$1,808 of interest income on notes receivable from participants for the period January 1, 2024 to February 28, 2024 and the year ended December 31, 2023, respectively.

NOTE E--FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under the Financial Accounting Standards Board Accounting Standards Codification Topic 820, "Fair Value Measurements and Disclosures", are described as follows:

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

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE E--FAIR VALUE MEASUREMENTS--Continued

Level 2 Inputs to the valuation methodology include:

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

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

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

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

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

Registered investment companies: Valued at the daily closing price as reported by the registered investment company. Shares in registered investment companies held by the Plan are open-ended shares that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value and transact at that price. The shares in registered investment companies held by the Plan are deemed to be actively traded.

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

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE E--FAIR VALUE MEASUREMENTS--Continued

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

	Investments at Fair Value as of:			
	December 31, 2023			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Shares of registered investment companies	<u>\$3,529,807</u>	<u>\$-0-</u>	<u>\$-0-</u>	<u>\$3,529,807</u>
	December 31, 2022			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Shares of registered investment companies	<u>\$3,732,013</u>	<u>\$-0-</u>	<u>\$-0-</u>	<u>\$3,732,013</u>

NOTE F--RELATED PARTY AND PARTY IN INTEREST TRANSACTIONS

The Plan invests in shares of registered investment companies managed by American Funds. Capital Bank & Trust is the custodian of the Plan's investments and is also affiliated with American Funds, therefore, these transactions qualify as party in interest transactions and are exempt from the prohibited transaction rules. Fees incurred by the Plan for the investment management services are included in net appreciation (depreciation) in fair value of the investments, as they are paid through revenue sharing, rather than a direct payment. Fees deducted from Plan participants' accounts totaling \$6,724, \$16,293 and \$13,585 for the period January 1, 2024 to February 28, 2024 and the years ended December 31, 2023 and 2022, respectively, represent auditing, recordkeeping and other administrative fees. The Plan Sponsor pays directly any other fees related to the Plan's operations. The Plan Administrator believes all party in interest transactions qualify for either statutory or administrative exemption from the prohibited transaction rules under ERISA.

NOTE G--TAX STATUS

Effective January 1, 2022, the Plan adopted the amended and restated version of the non-standardized form of a prototype plan sponsored by Omega, Inc. The IRS has determined and informed the prototype plan sponsor by a letter dated June 30, 2020, that the prototype plan qualifies under the applicable sections of the IRC. The Plan Administrator timely adopted the prototype plan. The Plan Administrator believes that the Plan is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

NOTES TO FINANCIAL STATEMENTS--Continued

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

February 28, 2024 and December 31, 2023 and 2022

NOTE G--TAX STATUS--Continued

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2020.

NOTE H--RISKS AND UNCERTAINTIES

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

NOTE I--RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the accompanying financial statements to the respective Form 5500:

	February 28, 2024	December 31, 2023	December 31, 2022
Net assets available for benefits per the financial statements	\$ -0-	\$3,555,394	\$3,761,886
Differences in:			
Investments	-0-	25,587	29,873
Notes receivable from participants	-0-	(25,587)	(29,873)
Net assets available for benefits per the Form 5500	<u>\$ -0-</u>	<u>\$3,555,394</u>	<u>\$3,761,886</u>

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

SPECIAL PROGRAMS, INC. 401(k) PROFIT SHARING PLAN

EIN: 16-1532213

PLAN NO: 001

December 31, 2023

(a)	(b)Identity of Issue, Borrower, Lessor or Similar Party	(c)Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	** (d)Cost	(e)Current Value
	<u>Registered Investment Companies</u>			
*	American Funds EuroPacific Gr	381 shares - Mutual Fund		\$ 20,853
*	American Funds Growth Fund of Amer	1,648 shares - Mutual Fund		104,176
*	American Funds New Perspective	603 shares - Mutual Fund		33,751
*	American Funds New World	79 shares - Mutual Fund		5,939
*	American Funds SMALLCAP World	957 shares - Mutual Fund		65,837
*	American Funds Capital World G&I	1,226 shares - Mutual Fund		73,706
*	American Funds Invt Co of Amer	1,767 shares - Mutual Fund		88,991
*	American Funds Capital Inc Bldr	2,276 shares - Mutual Fund		150,667
*	American Funds American Balanced	870 shares - Mutual Fund		27,831
*	American Funds US Government Sec	875 shares - Mutual Fund		10,644
*	American Funds US Government Money Market	17,763 shares - Mutual Fund		17,823
*	American Funds Trgt Date Ret 2020	6,212 shares - Mutual Fund		80,945
*	American Funds Trgt Date Ret 2025	946 shares - Mutual Fund		13,853
*	American Funds Trgt Date Ret 2030	2,711 shares - Mutual Fund		43,968
*	American Funds Trgt Date Ret 2035	32,741 shares - Mutual Fund		577,875
*	American Funds Trgt Date Ret 2040	45,185 shares - Mutual Fund		839,535
*	American Funds Trgt Date Ret 2045	27,977 shares - Mutual Fund		533,525
*	American Funds Trgt Date Ret 2050	23,236 shares - Mutual Fund		435,681
*	American Funds Trgt Date Ret 2055	11,172 shares - Mutual Fund		264,226
*	American Funds Trgt Date Ret 2060	8,351 shares - Mutual Fund		133,782
*	American Funds Trgt Date Ret 2065	399 shares - Mutual Fund		6,199
		Subtotal		3,529,807
*	Notes receivable from participants	5.25 - 8.50%		25,587
		Total		\$3,555,394

* Represents party in interest

** Cost omitted for participant directed accounts