

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2023 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 04/01/2023 and ending 03/31/2024	
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____ ☐ the first return/report ☐ the final return/report ☒ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan INFRASTRUCTURE PROSPERITY GROUP EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
1b	Three-digit plan number (PN) ▶ 003
1c	Effective date of plan 04/01/1985
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) RIETH-RILEY CONSTRUCTION CO., INC. 3626 ELKHART RD. P.O. BOX 477 GOSHEN, IN 46527-0477
2b	Employer Identification Number (EIN) 35-0918397
2c	Plan Sponsor's telephone number 574-875-5183
2d	Business code (see instructions) 237310

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	01/10/2025	MIKE WEBER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name RIETH-RILEY CONSTRUCTION CO., ESOP AND DEFERRED COMPENSATION PLAN	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 1177
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) 1082 6a(2) 1028 6b 36 6c 51 6d 1115 6e 2 6f 1117 6g(1) 1115 6g(2) 10 6h 15
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:

2H 2I 2J 2K 2P 2Q 3I

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

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

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

Receipt Confirmation Code _____

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

For calendar plan year 2023 or fiscal plan year beginning 04/01/2023 and ending 03/31/2024

A Name of plan INFRASTRUCTURE PROSPERITY GROUP EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN	B Three-digit plan number (PN) 003
C Plan sponsor's name as shown on line 2a of Form 5500 RIETH-RILEY CONSTRUCTION CO., INC.	D Employer Identification Number (EIN) 35-0918397

Part I

Service Provider Information (see instructions)

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

1

Information on Persons Receiving Only Eligible Indirect Compensation

- a

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

X

YesNo
- b

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

(b)

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

PRINCIPAL LIFE INSURANCE COMPANY

42-0127290

(b)

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

1ST SOURCE BANK

100 MICHIGAN STREET
SOUTH BEND, IN 46601

(b)

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

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

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

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

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

1ST SOURCE BANK

100 N. MICHIGAN STREET
SOUTH BEND, IN 46601

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 16 19 21 25 28 37 38 50	RECORDKEEPER /BOOK KEEPER	60623	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration		DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.		OMB No. 1210-0110 2023 This Form is Open to Public Inspection.	
For calendar plan year 2023 or fiscal plan year beginning 04/01/2023 and ending 03/31/2024					
A Name of plan INFRASTRUCTURE PROSPERITY GROUP EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN				B Three-digit plan number (PN) ▶ 003	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 RIETH-RILEY CONSTRUCTION CO., INC.				D Employer Identification Number (EIN) 35-0918397	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: MORELY STABLE VALUE FUND					
b Name of sponsor of entity listed in (a): PRINCIPAL GLOBAL INVESTORS TRUST COMPANY					
c EIN-PN 93-6274329-001		d Entity code C		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 9637010	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value	

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

Part II Information on Participating Plans (to be completed by DFEs, other than DCGs)

(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
	For calendar plan year 2023 or fiscal plan year beginning 04/01/2023 and ending 03/31/2024	
	A Name of plan INFRASTRUCTURE PROSPERITY GROUP EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN	B Three-digit plan number (PN) 003
C Plan sponsor's name as shown on line 2a of Form 5500 RIETH-RILEY CONSTRUCTION CO., INC.	D Employer Identification Number (EIN) 35-0918397	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	30290	74527
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	22034	16136
(2) Participant contributions	1b(2)	92604	103707
(3) Other	1b(3)	0	854
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2341	97052
(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)	863439	1412731
(9) Value of interest in common/collective trusts	1c(9)	8146559	9637010
(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)	55774783	121544370
(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)	508793686	666187652
(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	573725736	799074039
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h		
i Acquisition indebtedness	1i	101699514	118086678
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	101699514	118086678
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	472026222	680987361

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)	10840909	
(B) Participants	2a(1)(B)	5857602	
(C) Others (including rollovers)	2a(1)(C)	99120	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		16797631
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)	2792	
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	2450851	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		2453643
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	153508310	
(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)		238776
(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)		17340726
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		190339086

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	23542915	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		23542915
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		519384
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)		
(6) Bank or trust company trustee/custodial fees	2i(6)	60623	
(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)		60623
j Total expenses. Add all expense amounts in column (b) and enter total	2j		24122922

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		166216164
l Transfers of assets:			
(1) To this plan	2l(1)		42744975
(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: **CROWE LLP**

(2) EIN: **35-0921680**

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		5000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

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

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

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation		Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.		OMB No. 1210-0110 2023 This Form is Open to Public Inspection.	
For calendar plan year 2023 or fiscal plan year beginning 04/01/2023 and ending 03/31/2024					
A Name of plan INFRASTRUCTURE PROSPERITY GROUP EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN				B Three-digit plan number (PN) 003	
C Plan sponsor's name as shown on line 2a of Form 5500 RIETH-RILEY CONSTRUCTION CO., INC.				D Employer Identification Number (EIN) 35-0918397	
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..... 120344065 2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 42-0127290 35-6495542 Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3. 3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year 3					
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.) 4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A If the plan is a defined benefit plan, go to line 8. 5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule. 6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) 6a b Enter the amount contributed by the employer to the plan for this plan year..... 6b c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) 6c If you completed line 6c, skip lines 8 and 9. 7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A 8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A					
Part III Amendments 9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☐ No					
Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part. 10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☒ No 11 a Does the ESOP hold any preferred stock? ☐ Yes ☒ No b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☒ No 12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☒ Yes ☐ No					
For Paperwork Reduction Act Notice, see the Instructions for Form 5500. Schedule R (Form 5500) 2023 v. 230707					

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

- 14** Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment)

b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)

c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)

14a**14b****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

b The corresponding number for the second preceding plan year

15a**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

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

16a**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 ____/____/____ (MM/DD/YYYY) and the Opinion Letter serial number _____.

**INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND
DEFERRED COMPENSATION PLAN
(f/k/a RIETH-RILEY CONSTRUCTION CO., INC.
EMPLOYEES' STOCK OWNERSHIP AND
DEFERRED COMPENSATION PLAN)**

FINANCIAL STATEMENTS

March 31, 2024 and 2023

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
Goshen, Indiana

FINANCIAL STATEMENTS
March 31, 2024 and 2023

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INDEPENDENT AUDITOR'S REPORT

Infrastructure Prosperity Group Employee Stock
Ownership and Deferred Compensation Plan
Goshen, Indiana

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

We have performed audits of the financial statements of the Infrastructure Prosperity Group Employee Stock Ownership and Deferred Compensation Plan (f/k/a Rieth-Riley Construction Co., Inc. Employees' Stock Ownership and Deferred Compensation 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 March 31, 2024 and 2023, and the related statement of changes in net assets available for benefits for the year ended March 31, 2024, and the related notes to the financial statements.

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

Management has obtained certifications from qualified institutions as of March 31, 2024 and 2023, and for the year ended March 31, 2024, stating that the certified investment information, as described in Note 5 to the financial statements, is complete and accurate.

Opinion

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

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

(Continued)

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

(Continued)

Our audits did not extend to the certified investment information, except for obtaining and reading the certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Emphasis of Matter

As discussed in Note 6, investments amounting to \$666,187,652 and \$508,793,686 as of March 31, 2024 and 2023, respectively, have been reported at estimated fair values as determined by independent appraisals which have been reviewed and approved by Plan management. These amounts represent approximately 83% and 89% of total assets as of March 31, 2024 and 2023, respectively. Our opinion is not modified with respect to this matter.

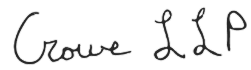
Other Matter – Supplemental Schedules Required by ERISA

The supplemental schedule of Schedule H, Line 4(i) - Schedule of Assets (Held at the End of Year) at March 31, 2024, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental 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 Department of Labor'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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- The information in the supplemental schedule related to assets held by and certified to by qualified institutions agrees to, or is derived from, in all material respects, the information prepared and certified by institutions that management determined meets the requirements of ERISA Section 103(a)(3)(C).


Crowe LLP

New York, New York
January 6, 2025

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
March 31, 2024 and 2023

	2024				2023			
	Participant Directed Investments	Non-Participant Directed		Total	Participant Directed Investments	Non-Participant Directed		Total
		Allocated	Unallocated			Allocated	Unallocated	
ASSETS								
Investments, at fair value								
RR Holdco, Inc.								
Inc. common stock	\$ -	\$ 373,948,640	\$ 292,239,012	\$ 666,187,652	\$ -	\$ 296,498,295	\$ 212,295,391	\$ 508,793,686
Investments	<u>131,181,380</u>	<u>97,052</u>	<u>-</u>	<u>131,278,432</u>	<u>63,921,342</u>	<u>2,341</u>	<u>-</u>	<u>63,923,683</u>
	131,181,380	374,045,692	292,239,012	797,466,084	63,921,342	296,500,636	212,295,391	572,717,369
Cash	74,527	-	-	74,527	30,290	-	-	30,290
Notes receivable from participants	1,412,731	-	-	1,412,731	863,439	-	-	863,439
Dividend income receivable	-	854	-	854	-	-	-	-
Employer contribution receivable	16,136	-	-	16,136	22,034	-	-	22,034
Employee contribution receivable	<u>103,707</u>	<u>-</u>	<u>-</u>	<u>103,707</u>	<u>92,604</u>	<u>-</u>	<u>-</u>	<u>92,604</u>
Total assets	132,788,481	374,046,546	292,239,012	799,074,039	64,929,709	296,500,636	212,295,391	573,725,736
LIABILITIES								
Notes payable to Company								
(Note 7)	-	-	118,086,678	118,086,678	-	-	101,699,514	101,699,514
Total liabilities	-	-	118,086,678	118,086,678	-	-	101,699,514	101,699,514
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$132,788,481</u>	<u>\$ 374,046,546</u>	<u>\$ 174,152,334</u>	<u>\$ 680,987,361</u>	<u>\$ 64,929,709</u>	<u>\$ 296,500,636</u>	<u>\$ 110,595,877</u>	<u>\$ 472,026,222</u>

See accompanying notes to financial statements.

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Year ended March 31, 2024

	Participant Directed	Non-Participant Directed		Total
		Allocated	Unallocated	
Additions to net assets attributed to				
Investment income				
Net appreciation				
in fair value of investments	\$ 17,579,502	\$ 86,168,180	\$ 67,340,130	\$ 171,087,812
Interest and dividends	2,450,851	2,652	140	2,453,643
	<u>20,030,353</u>	<u>86,170,832</u>	<u>67,340,270</u>	<u>173,541,455</u>
Employer contributions – cash	2,386,099	431,395	3,341,811	6,159,305
Employer contributions – stock	-	4,681,604	-	4,681,604
Participant contributions	5,857,602	-	-	5,857,602
Participant rollovers and diversifications	437,646	(338,526)	-	99,120
Internal transfers (Note 7)	9,587,428	(9,587,428)	-	-
Allocation of 1,444 shares of common stock, at fair value	-	6,606,240	(6,606,240)	-
	<u>18,268,775</u>	<u>1,793,285</u>	<u>(3,264,429)</u>	<u>16,797,631</u>
Total additions	38,299,128	87,964,117	64,075,841	190,339,086
Deductions from net assets attributed to				
Benefits paid to participants	13,124,708	10,418,207	-	23,542,915
Interest expense	-	-	519,384	519,297
Administrative expenses	60,623	-	-	60,623
Total deductions	<u>13,185,331</u>	<u>10,418,207</u>	<u>519,384</u>	<u>24,122,922</u>
Net increase prior to Plan Mergers	25,113,797	77,545,910	63,556,457	166,216,164
Plan Mergers (Note 1)	<u>42,744,975</u>	<u>-</u>	<u>-</u>	<u>42,744,975</u>
Net increase	67,858,772	77,545,910	63,556,457	208,961,139
Net assets available for benefits				
Beginning of year	<u>64,929,709</u>	<u>296,500,636</u>	<u>110,595,877</u>	<u>472,026,222</u>
End of year	<u>\$ 132,788,481</u>	<u>\$ 374,046,546</u>	<u>\$ 174,152,334</u>	<u>\$ 680,987,361</u>

See accompanying notes to financial statements.

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 1 – DESCRIPTION OF PLAN

The following brief description of the Infrastructure Prosperity Group Employee Stock Ownership and Deferred Compensation Plan (Plan) (f/k/a Rieth-Riley Construction Co., Inc. Employees' Stock Ownership and Deferred Compensation Plan) is provided for general information purposes only. Participants should refer to the Plan agreement for more complete information.

General: Rieth-Riley Construction Co., Inc., (Company) established the Plan with a leveraged employee stock ownership component (ESOP) and a 401(k) component (401(k)). The Plan is designed to comply with Section 4975(e)(7) and the regulations thereunder of the Internal Revenue Code of 1986 and is subject to the applicable provisions of the Employee Retirement Income Security Act of 1974, (ERISA). The 401(k) is administered by the Deferred Compensation Committee and the ESOP by the ESOP Committee. Argent Trust Company is the trustee for the ESOP (ESOP Trustee) and 1st Source Bank is the trustee for the 401(k) (401(k) Trustee).

Beginning in September 2013, the Plan exchanges Company common stock held in the Plan from withdrawing participants for cash, using the proceeds of a loan from the Company (Note 7) and holds the stock in a trust established under the Plan. The borrowings are to be repaid over terms of 30 and 50 years by fully deductible Company contributions to the trust fund. As the Plan makes each payment of principal and interest, an appropriate percentage of stock will be allocated to eligible employees' accounts in accordance with applicable regulations under the Code.

The borrowing is collateralized by the unallocated shares of stock. The lender has no rights against shares once they are allocated under the ESOP. Accordingly, the financial statements of the Plan for the year 2024 and 2023 present separately the assets and liabilities and changes therein pertaining to:

- (a) The accounts of participants with vested rights in allocated stock (Allocated) and
- (b) stock not yet allocated to participants (Unallocated).

Plan Mergers: Effective April 12, 2023, the Peoria River Terminal LLC 401(k) Profit Sharing Plan and Trust merged into the Plan. The total amount of the transfer of approximately \$4,738,813 for this qualified plan is included in "Plan Mergers" in the statement of changes in net assets available for benefits for the year ended March 31, 2024.

Effective October 2, 2023, the Team Elmer's 401(k) Profit Sharing Plan merged into the Plan. The total amount of the transfer of approximately \$38,006,162 for this qualified plan is included in "Plan Mergers" in the statement of changes in net assets available for benefits for the year ended March 31, 2024.

Eligibility: Employees of the Company are eligible to participate in the ESOP effective the first day of the Plan year during which the employee has completed 1,000 hours of service within any consecutive 12-month period. Full time employees are eligible to participate in the 401(k) effective the first entry date following 30 days of employment. Prior to April 1, 2023, participants were eligible to participate in the 401(k) effective the first entry date following their date of employment.

The Plan automatically enrolls all participants at 6% of the participant's compensation, once they become eligible, unless the participant declines, and auto-escalates 1% annually up to 10% of the participant's compensation. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") and to Section 401(k) of the Internal Revenue Code ("IRC").

(Continued)

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 1 – DESCRIPTION OF PLAN (Continued)

Retirement, Disability, and Death Benefits: Generally, a participant (beneficiary) is entitled to 100% of his or her account balance upon retirement, disability, or death.

Vesting: Participants are immediately vested in their voluntary contributions and earnings thereon. Vesting in the Company's ESOP contribution portion of their accounts plus actual earnings thereon is based on years of continuous service. A participant is 100% vested after six years of credited service and starts vesting at 20% after two years of credited service, with a 20% increase in the participant's vesting percentage every year thereafter.

Other Terminations: Upon termination for any reason other than retirement, disability, or death, a participant's accrued benefit is subject to a vesting formula and any forfeitures are allocated to remaining participants.

Plan Termination: Although it has not expressed intent to do so, the Company has the right to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

Participant Accounts: Each participant's account is credited with the participant's contribution, and the allocation of (a) Company contributions, (b) plan earnings, (c) forfeitures of terminated participants' nonvested accounts, and (d) shares of company common stock released due to the pay down of the notes payable. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

The ESOP allows participants ages 55 and older, with at least 10 years of qualified service, to diversify their employee stock account balances. These diversifications will become participant directed. The total amount of employer stock diversified was \$338,526 for the year ended March 31, 2024.

Forfeitures: The ESOP allocates previously forfeited non-vested balances to eligible participants based on a pro-rata portion of the participants' compensation.

Contributions: Participants are allowed to make voluntary salary deferral contributions of up to 100% of their annual compensation to their individual 401(k) accounts each plan year in an amount that does not exceed maximum limits allowed by law. Prior to April 1, 2023, participants were limited to 50% of their annual compensation. The 401(k) allows elective deferral contributions in excess of legal limits under Code Section 414(v) for those participants who have attained age 50 by the close of the Plan year.

The Company must make contributions to the ESOP in the form of employer stock or cash, as elected by the Company that are sufficient to provide the Plan the means necessary to make scheduled payments of principal and interest on the Plan's notes payable (see Note 7). Total contributions must not exceed the maximum allowable under federal income tax regulations.

Notes Receivable from Participants: The 401(k) provides that participants can borrow funds against their account balance. The minimum note amount is \$1,000. The maximum note amount that may be outstanding at one time is 50% of the participant's vested 401(k) account balance, not to exceed \$50,000. The notes bear interest at a reasonable rate as determined by the Deferred Compensation Committee.

(Continued)

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 1 – DESCRIPTION OF PLAN (Continued)

Payment of Benefits: On termination of service, death, or disability, a participant may elect to receive either a lump-sum amount equal to the value of his or her account, a distribution in the form of an annuity, or a combination of both. All distributions are subject to the applicable provisions of the Plan agreement. If the participant elects to receive distributions in the form of stock in the Company, immediately upon distribution of the shares, the Plan, or the Company, will pay cash to the participant equal to the fair market value of the shares as of the most recent ESOP accounting date (normally, March 31).

Administrative and Investment Management Expenses: Investment management fees are charged to the Plan as reductions of investment return and included in the investment income (loss) reported by the Plan. The Plan's recordkeeping fees are paid by the Plan and are reported in the financial statements as administrative expenses. All other expenses of the Plan are paid by the Company.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principles and policies which significantly affect the determination of net assets available for benefits and results of operations are summarized below.

Basis of Accounting: The financial statements of the Plan are prepared using the accrual basis of accounting.

Investment Valuation and Income Recognition: The Plan's investments are reported at fair value. Fair value is the price that would be received by the Plan for an asset or paid by the Plan to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the Plan's principal or most advantageous market for the asset or liability.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual 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 reported at their unpaid principal balance plus any accrued but unpaid interest, with no allowance for credit losses, as repayments of principal and interest are received through payroll deductions and the notes are collateralized by the participants' account balances.

Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures, and actual results may differ from these estimates. An estimate that is more susceptible to change in the near term is the fair value of the investments in Class A and Class B common stock of the Company.

Benefit Payments: Benefit payments are recorded when paid.

(Continued)

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Risks and Uncertainties: The underlying investment securities in the Plan are exposed to various risks, such as interest rate, liquidity, market, and credit risks. Due to the level of risk associated with certain investment securities and the sensitivity of certain fair value estimates to changes in valuation assumptions, it is at least reasonably possible that changes in the fair 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 statement of net assets available for benefits.

NOTE 3 – TAX STATUS

The Internal Revenue Service has ruled, on October 26, 2013, that the Plan qualifies under the appropriate sections of the Internal Revenue Code and is therefore exempt from federal income taxes. Although the Plan has been restated and amended since receiving the determination letter, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan. The plan administrator has analyzed the tax positions taken by the Plan and has concluded that there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to March 31, 2021.

NOTE 4 – ADMINISTRATION OF PLAN ASSETS

The ESOP component's assets, which consist principally of Company common shares, are held by the ESOP Trustee. Company contributions are held and managed by the ESOP Trustee, which invest cash received, interest, and dividend income and makes distributions of shares or cash to participants.

NOTE 5 – CERTIFIED INVESTMENTS

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and ERISA-required supplemental schedule, including investments and notes receivable from participants held at March 31, 2024 and 2023, and net appreciation in fair value of investments, interest and dividends, and interest income on notes receivable from participants for the year ended March 31, 2024, was obtained by management and agreed to or derived from information certified as complete and accurate by Argent Trust Company and 1st Source Bank (the trustees of the Plan).

The Plan's investment in the Company's stock is a non-participant directed investment which constitutes approximately 83% and 89% of the Plan's total assets at March 31, 2024 and 2023, respectively. The activity is illustrated in the statement of changes in net assets available for benefits. As of March 31, 2024 and 2023, the Plan owned 100% of the Company's issued and outstanding stock.

(Continued)

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 6 – FAIR VALUE MEASUREMENTS

Fair value is the price that would be received by the Plan for an asset or paid by the Plan to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the Plan's principal or most advantageous market for the asset or liability. The effect of a change in valuation technique or its application on a fair value estimate is accounted for prospectively as a change in accounting estimate. When evaluating indications of fair value resulting from the use of multiple valuation techniques, the Plan is to select the point within the resulting range of reasonable estimates of fair value that is most representative of fair value under current market conditions. Fair value measurements are determined by maximizing the use of observable inputs and minimizing the use of unobservable inputs.

The hierarchy places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (Level 1 measurements) and gives the lowest priority to unobservable inputs (Level 3 measurements). The three levels of inputs within the fair value hierarchy are defined as follows:

Level 1 - Quoted prices (unadjusted) for identical assets or liabilities in active markets that the Plan has the ability to access as of the measurement date.

Level 2 - Significant other observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3 - Significant unobservable inputs that reflect the Plan's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

In some cases, a valuation technique used to measure fair value may include inputs from multiple levels of the fair value hierarchy. The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy.

The following descriptions of the valuation methods and assumptions used by the Plan to estimate the fair values of investments apply to investments held directly by the Plan.

Mutual Funds and Other Equity Securities: The fair values of mutual funds and other equity investments are determined by obtaining quoted prices on nationally recognized securities exchanges (level 1 inputs).

Company Common Stock: Investments in Company common stock are valued by independent appraisal as of the last day of the Plan's year. The appraised values are derived using a combination of historical financial information and projected earnings and cash flow information for the Company and comparisons to other comparable businesses, as well as other input factors (level 3 inputs).

Collective Trust: The fair value of participation units of the Morley Stable Value Fund is based on the net asset values per unit as reported by the fund managers. The collective trust provides for daily redemptions by the Plan at reported net asset value per share, with no advance notice requirement.

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

(Continued)

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 6 – FAIR VALUE MEASUREMENTS (Continued)

Investments measured at fair value on a recurring basis are summarized below:

		Fair Value Measurements at March 31, 2024, Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
	<u>Total</u>			
RR Holdco, Inc. common stock	\$ 666,187,652	\$ -	\$ -	\$ 666,187,652
Common stock	6,666,550	6,666,550	-	-
Mutual funds	114,974,872	114,974,872	-	-
Collective trust*	<u>9,637,010</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total	<u>\$ 797,466,084</u>	<u>\$ 121,641,442</u>	<u>\$ -</u>	<u>\$ 666,187,652</u>

		Fair Value Measurements at March 31, 2023, Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
	<u>Total</u>			
RR Holdco, Inc. common stock	\$ 508,793,686	\$ -	\$ -	\$ 508,793,686
Common stock	5,291,335	5,291,335	-	-
Mutual funds	50,485,789	50,485,789	-	-
Collective trust*	<u>8,146,559</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total	<u>\$ 572,717,369</u>	<u>\$ 55,777,124</u>	<u>\$ -</u>	<u>\$ 508,793,686</u>

* Investments measured at fair value using net asset value per share (or its equivalent) as a practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in the hierarchy tables for such investments are intended to permit reconciliation of the fair value hierarchy to the investments at fair value line item presented in the statement of net assets available for benefits.

Plan investments measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the year ended March 31, 2024 included no purchases or sales. There were no transfers into or out of Level 3 of the fair value hierarchy for the year ended March 31, 2024.

(Continued)

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 7 – NOTES PAYABLE

On November 19, 2020, the Company consolidated its ESOP loans and loaned the ESOP funds for the acquisition of common stock, totaling \$61,008,828. The ESOP debt is payable to the Company in annual installments of \$1,382,306 including interest at 0.5% beginning December 1, 2024, and the final payment due December 1, 2070. The annual installments due on December 1, 2023 and December 1, 2024 are \$2,206,901 and \$1,382,306, respectively.

The unallocated outstanding Class A and Class B common stock owned by the Plan is collateral for the loan. Proceeds from the note were also used to acquire 5,133 shares of the Company common stock from the withdrawn participants which had a fair market value of \$14,204,812 at the time of purchase.

On October 15, 2021, the Company loaned the ESOP funds for the acquisition of common stock. The ESOP debt is to be repaid to the Company in annual installments of \$616,850 plus 0.5% interest with the final payment due October 15, 2071. The proceeds, \$30,842,518, were used to acquire 9,247 shares of the Company common stock. Of this amount, \$22,243,775 stayed in the Plan and was invested according to the participant's investment elections.

On October 15, 2022, the Company loaned the ESOP funds for the acquisition of common stock. The ESOP debt is to be repaid to the Company in annual installments of \$285,781 plus 0.5% interest with the final payment due October 15, 2072. The proceeds, \$14,289,062, were used to acquire 3,892 shares of the Company common stock. Of this amount, \$2,139,136 stayed in the Plan and was invested according to the participant's investment elections.

On October 15, 2023, the Company loaned the ESOP funds for the acquisition of common stock. The ESOP debt is to be repaid to the Company in annual installments of \$256,133 plus 0.5% interest with the final payment due October 15, 2098. The proceeds, \$19,209,962, were used to acquire 4,199 shares of the Company common stock. Of this amount, \$9,587,428 stayed in the Plan and was invested according to the participant's investment elections.

Future minimum principal amounts for the loan will be due as follows:

2025	\$	2,264,751
2026		2,270,281
2027		2,275,838
2028		2,281,424
2029		2,287,037
Thereafter		106,707,347

During October 2023, 1,444 shares of Company common stock with a fair value of \$6,606,240, were released from the Plan's unallocated shares, as a result of the current year repayment of the ESOP debt.

As of March 31, 2024, the Plan has 49,162 shares as collateral for the loan.

(Continued)

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
NOTES TO FINANCIAL STATEMENTS
March 31, 2024 and 2023

NOTE 8 – RESTRICTED NET ASSETS

The investment in unallocated Class A and Class B common stock of RR Holdco, Inc. is restricted to the extent that it is security for the notes payable. Shares of Class A and Class B common stock become available for benefits to participants based on a ratio of principal and interest paid in the plan year to the total principal and interest to be paid on the notes.

NOTE 9 – RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Parties-in-interest are defined under Department of Labor Regulations as any party providing fiduciary services for the Plan, any party rendering service to the Plan, the employer, and certain others. The Plan's investment in Company common stock is considered to be a party-in-interest and related party transaction, as well as the net appreciation in the fair value of the investment. Notes receivable from participants also reflect party-in-interest transactions. Some administrative expenses of the Plan are paid directly by the Company.

The following presents the fair value of Company common stock and total number of shares held by the Plan at March 31:

	<u>2024</u>	<u>2023</u>
Class A common stock of RR Holdco, Inc.	\$ 191,231,184	\$ 147,166,624
Class B common stock of RR Holdco, Inc.	<u>474,956,468</u>	<u>361,627,062</u>
	<u>\$ 666,187,652</u>	<u>\$ 508,793,686</u>
	<u>2024</u>	<u>2023</u>
RR Holdco, Inc. common stock		
Class A shares	32,170	32,170
Class B shares	<u>79,899</u>	<u>79,050</u>
	<u>112,069</u>	<u>111,220</u>

The Plan's exchange of cash for common stock held in the Plan with withdrawing participants and the associated notes payable and interest expense to the Company are considered to be party-in-interest transactions (see Note 7).

The investment managers charge investment management fees, which are netted against the investment earnings, and these investment management fees are party-in-interest transactions.

NOTE 10 – SUBSEQUENT EVENTS

Plan management has evaluated subsequent events for recognition and disclosure through January 6, 2025, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
March 31, 2024

Name of plan sponsor:	_____
Employer identification number:	_____
Three digit plan number:	_____

		(c) Description of Investment Including Maturity Date Rate of Interest, Collateral Par or Maturity Date	(d) Cost	(e) Current Value
(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party			
		<u>Cash</u>		
	Federated	Treasury Obligations Fund Instl, Cash	\$ 97,052	\$ 97,052 74,527
		<u>Common Stock</u>		
	Berkshire Hathaway	Class B Common Stock	#	6,666,550
		<u>Mutual Funds</u>		
	American Funds	Balanced Funds	#	32,951,136
	American Funds	Washington Mutual Investors Fund	#	6,316,040
	American Funds	American Target Retirement 2020 Fund	#	6,220,633
	American Funds	American Target Retirement 2030 Fund	#	16,109,997
	American Funds	American Target Retirement 2040 Fund	#	8,521,245
	American Funds	American Target Retirement 2050 Fund	#	5,319,574
	American Funds	American Target Retirement 2060 Fund	#	1,763,535
	Fidelity	Advisor Equity Growth Fund	#	7,979,303
	Mid Atlantic Capital	Group Deposit Mgmt Program I	#	3,722,651
	Metropolitan West	Institutional Total Return Fund	#	1,674,011
	Morgan Stanley	Institutional International Equity Fund	#	1,571,116
	Neuberger Berman	Mid Cap Growth Fund	#	1,265,963
	PIMCO	Institutional Total Return Fund	#	4,632,182
	Vanguard	Value Index Fund	#	2,334,525
	Vanguard	500 Index Fund	#	5,757,978
	Vanguard	Small-Cap Index Fund Admiral Shares	#	3,534,155
	Vanguard	Ttl Intl Stock Index Fund Admiral Shares	#	690,378
	Columbia	Capital Allocation Moderate Aggressive	#	388,762
	Columbia	Capital Allocation Moderate Conservative	#	199,516
	Columbia	Capital Allocation Conservative	#	373,353
	Columbia	Capital Allocation Moderate	#	1,802,103
	Columbia	Capital Allocation Aggressive	#	1,749,664
		<u>Collective Trust</u>		
	Morley	Stable Value Fund	#	9,637,010
		<u>Company Stock</u>		
*	RR Holdco, Inc.	Class A common stock, 32,170 shares	27,235,605	191,231,184
*	RR Holdco, Inc.	Class B common stock, 79,899 shares	117,266,770	474,956,468
		<u>Notes Receivable from Participants</u>		
*	Notes receivable from participants	Interest rates of 4.25% to 9.50%		1,412,731
				<u>\$ 798,953,342</u>

* Denotes party-in-interest

Investment is participant directed; therefore, historical cost is not required

See Independent Auditor's Report.

INFRASTRUCTURE PROSPERITY GROUP
EMPLOYEE STOCK OWNERSHIP AND DEFERRED COMPENSATION PLAN
SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
March 31, 2024

Name of plan sponsor:	_____
Employer identification number:	_____
Three digit plan number:	_____

		(c) Description of Investment Including Maturity Date Rate of Interest, Collateral Par or Maturity Date	(d) Cost	(e) Current Value
(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party			
		<u>Cash</u>		
	Federated	Treasury Obligations Fund Instl, Cash	\$ 97,052	\$ 97,052 74,527
		<u>Common Stock</u>		
	Berkshire Hathaway	Class B Common Stock	#	6,666,550
		<u>Mutual Funds</u>		
	American Funds	Balanced Funds	#	32,951,136
	American Funds	Washington Mutual Investors Fund	#	6,316,040
	American Funds	American Target Retirement 2020 Fund	#	6,220,633
	American Funds	American Target Retirement 2030 Fund	#	16,109,997
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	Metropolitan West	Institutional Total Return Fund	#	1,674,011
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	Neuberger Berman	Mid Cap Growth Fund	#	1,265,963
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	Vanguard	Value Index Fund	#	2,334,525
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	Morley	Stable Value Fund	#	9,637,010
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Investment is participant directed; therefore, historical cost is not required

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