

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2023 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____ ☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☐ Form 5558 ☐ automatic extension ☐ the DFVC program ☒ special extension (enter description) IR-2024-253
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 JOHNSON ENGINEERING, INC. EMPLOYEE 401(K) PROFIT SHARING PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 01/01/1971
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) JOHNSON ENGINEERING, INC. 2122 JOHNSON ST. FORT MYERS, FL 33901-3408
2b	Employer Identification Number (EIN) 59-1173834
2c	Plan Sponsor's telephone number 239-461-2430
2d	Business code (see instructions) 541330

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.	04/29/2025	LONNIE HOWARD
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	04/29/2025	LONNIE HOWARD
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 170
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) 122 6a(2) 125 6b 1 6c 52 6d 178 6e 0 6f 178 6g(1) 176 6g(2) 177 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7

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

2A 2E 2G 2J 2K 2T 3D

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

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

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

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan	B Three-digit plan number (PN)	001
JOHNSON ENGINEERING, INC. EMPLOYEE 401(K) PROFIT SHARING PLAN		
C Plan sponsor's name as shown on line 2a of Form 5500	D Employer Identification Number (EIN)	
JOHNSON ENGINEERING, INC.	59-1173834	

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

(a) Name of insurance carrier

NATIONWIDE LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
31-4156830	66869	GAP-TP-LF6T	177	01/01/2023	12/31/2023

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

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

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year.....	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☒ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year	7b	3612120
c	Additions: (1) Contributions deposited during the year	7c(1)	161713
	(2) Dividends and credits	7c(2)	0
	(3) Interest credited during the year	7c(3)	71652
	(4) Transferred from separate account.....	7c(4)	120426
	(5) Other (specify below)	7c(5)	3019
	▶ LOAN REPAYMENT - PRINCIPAL		
	(6) Total additions	7c(6)	356810
d	Total of balance and additions (add lines 7b and 7c(6))	7d	3968930
e	Deductions:		
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	799840
	(2) Administration charge made by carrier	7e(2)	17022
	(3) Transferred to separate account.....	7e(3)	324477
	(4) Other (specify below)	7e(4)	3452
	▶ LOAN WITHDRAWAL		
	(5) Total deductions	7e(5)	1144791
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	2824139

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

Specify nature of costs.

Part IV Provision of Information

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

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

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

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

A Name of plan JOHNSON ENGINEERING, INC. EMPLOYEE 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 JOHNSON ENGINEERING, INC.	D Employer Identification Number (EIN) 59-1173834

Part I

Service Provider Information (see instructions)

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

1

Information on Persons Receiving Only Eligible Indirect Compensation

- a

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

Yes

x

No
- b

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

(b)

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

(b)

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

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

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

NATIONWIDE

ONE NATIONWIDE PLAZA
COLUMBUS, OH 43215

(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 18 19 49 59 60 63 64 99		45279	Yes ☒ No ☐	Yes ☒ No ☐		Yes ☐ No ☒

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

EVERHART FINANCIAL GROUP

DBA EVERHART ADVISORS
535 METRO PL S STE 100
DUBLIN, OH 43017

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51		19140	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☐

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

WILTSHIRE WHITLEY RICHARDSON

PO BOX 60147
FORT MYERS, FL 33906

(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?
10		19000	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

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

PENSION FINANCIAL SERVICES INC

3700 CRESTWOOD PARKWAY SUITE 550
DULUTH, GA 30096-7157

(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?
13 17		17604	Yes ☒ No ☐	Yes ☐ No ☒	2106	Yes ☐ No ☒

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

CASE PEARLMAN RETIREMENT PLAN ADVIS

12140 CARISSA COMMERCE CT STE 10
FORT MYERS, FL 33966

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51		8979	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
PENSION FINANCIAL SERVICES	13 17	2106
(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.	
NATIONWIDE ONE NATIONWIDE PLAZA COLUMBUS, OH 43215	ADVISORY/SERVICE PROVIDER FEE	
(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
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan JOHNSON ENGINEERING, INC. EMPLOYEE 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 JOHNSON ENGINEERING, INC.	D Employer Identification Number (EIN) 59-1173834	

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		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	106	265
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		1000
(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)	124928	161459
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	0	
(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)	12452635	13333226
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	3612120	2824139
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	16189789	16320089
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	17000	19000
i Acquisition indebtedness	1i		0
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	17000	19000
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	16172789	16301089

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)	456863	
(B) Participants	2a(1)(B)	809478	
(C) Others (including rollovers)	2a(1)(C)	971	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1267312
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	9834	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		9834
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		
(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)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		2053991
c Other income	2c		71652
d Total income. Add all income amounts in column (b) and enter total	2d		3402789

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3164487	
(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)		3164487
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees.....	2i(2)	36604	
(3) Recordkeeping fees.....	2i(3)	15801	
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	56597	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)	1000	
(11) Other expenses	2i(11)		
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		110002
j Total expenses. Add all expense amounts in column (b) and enter total	2j		3274489

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		128300
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **WILTSHIRE WHITLEY RICHARDSON & ENGL**

(2) EIN: **65-0129793**

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?	☒		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

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

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

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

A Name of plan JOHNSON ENGINEERING, INC. EMPLOYEE 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 JOHNSON ENGINEERING, INC.	D Employer Identification Number (EIN) 59-1173834

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 31-4156830 31-1592130	
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
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase ☐ Decrease ☐ Both ☐ No
---	--

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

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

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

Schedule R (Form 5500) 2023
v. 230707

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:

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

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

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

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

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

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

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

☐ Yes.

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

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

☐ No. Other. Provide explanation. _____

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

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

☒ Design-based safe harbor method

☐ "Prior year" ADP test

☐ "Current year" ADP test

☐ N/A

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter 06 / 30 / 2020 (MM/DD/YYYY) and the Opinion Letter serial number Q702841A.

**JOHNSON ENGINEERING, INC. EMPLOYEE
401(K) PROFIT SHARING PLAN**

**FINANCIAL REPORT
[ERISA Section 103(a)(3)(C) Audit]**

DECEMBER 31, 2023 and 2022

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**Wiltshire, Whitley,
Richardson & English, P.A.**
Certified Public Accountants

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
Johnson Engineering, Inc. Employee
401(k) Profit Sharing Plan
Fort Myers, Florida

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

We have performed audits of the accompanying financial statements of Johnson Engineering, Inc. Employee 401(k) Profit Sharing Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) [ERISA Section 103(a)(3)(C) audit]. The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of Johnson Engineering, Inc. Employee 401(k) Profit Sharing Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of and for the years ended December 31, 2023 and 2022, stating that the certified investment information, as described in Notes 3, 4, and 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 Auditors' Responsibilities for the Audit of the Financial Statements section –

Opinion (Continued)

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Johnson Engineering, Inc. Employee 401(k) Profit Sharing 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 Johnson Engineering, Inc. Employee 401(k) Profit Sharing Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists.

Auditors' Responsibilities for the Audit of the Financial Statements (Continued)

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Johnson Engineering, Inc. Employee 401(k) Profit Sharing 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 Johnson Engineering, Inc. Employee 401(k) Profit Sharing Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter – Supplemental Schedules Required by ERISA

The supplemental schedules of Schedules of Assets (Held at Year End) as of December 31, 2023 and 2022, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements.

Other Matter – Supplemental Schedules Required by ERISA (Continued)

The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the 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 generally accepted auditing standards. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion –

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

Wiltshire, Whitley, Richardson & English, P.A.

WILTSHIRE, WHITLEY, RICHARDSON & ENGLISH, P.A.

Fort Myers, Florida
April 27, 2025

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
ASSETS		
Investments		
Cash	\$ 1,000	\$ -
Mutual funds at fair value	13,333,226	12,452,635
Guaranteed investment contract at contract value	<u>2,824,139</u>	<u>3,612,120</u>
	<u>16,158,365</u>	<u>16,064,755</u>
Receivables		
Employer contributions	265	106
Notes receivable from participants	<u>161,459</u>	<u>124,928</u>
	<u>161,724</u>	<u>125,034</u>
Total assets	16,320,089	16,189,789
LIABILITIES		
Accrued expenses	<u>19,000</u>	<u>17,000</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 16,301,089</u>	<u>\$ 16,172,789</u>

Read notes to financial statements.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR BENEFITS

Years Ended December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS		
Additions to net assets attributed to:		
Investment income (loss):		
Interest	\$ 71,652	\$ 66,219
Dividends	260,141	267,499
Capital gain distributions	118,584	335,767
Net appreciation (depreciation) in fair value of mutual funds	<u>1,675,266</u>	<u>(3,804,521)</u>
	<u>2,125,643</u>	<u>(3,135,036)</u>
Interest income on notes receivable from participants	<u>9,834</u>	<u>7,200</u>
Contributions:		
Participants	809,478	782,193
Employer	456,863	444,256
Rollovers	<u>971</u>	<u>41,793</u>
	<u>1,267,312</u>	<u>1,268,242</u>
Total additions	<u>3,402,789</u>	<u>(1,859,594)</u>
DEDUCTIONS		
Deductions from net assets attributed to:		
Benefits paid to participants	3,164,487	233,887
Administrative expenses	<u>110,002</u>	<u>109,444</u>
Total deductions	<u>3,274,489</u>	<u>343,331</u>
Net increase (decrease)	128,300	(2,202,925)
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	<u>16,172,789</u>	<u>18,375,714</u>
End of year	<u>\$ 16,301,089</u>	<u>\$ 16,172,789</u>

Read notes to financial statements.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of Plan

The following description of the Johnson Engineering, Inc. (the “Company”) Employee 401(k) Profit Sharing Plan (the “Plan”) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General

The Plan was originally established by the Company in 1971. Since then, the Plan has been amended and restated to comply with current laws and regulations. Effective January 1, 2022, the Plan was formally amended and restated to bring the Plan into compliance with the legislative and regulatory changes set forth in IRS Notice 2017-37 (i.e., the six-year pre-approved plan restatement cycle).

The Plan is a defined contribution plan covering all employees who have completed two months of service. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”). The plan administrator oversees governance of the Plan. The Plan’s Investment / Pension Committee determines the appropriateness of the Plan’s investment offerings, monitors investment performance, and reports to the Plan’s trustee. The Plan offers various mutual funds and a guaranteed investment contract as investment options for participants.

An employee will become a participant on the Plan entry date (if employed on that date) immediately following the date the employee completes the eligibility conditions. Plan entry dates are the first day of the month coinciding with, or after, the satisfaction of the eligibility requirements. An employee may, subject to the approval of the Company, elect voluntarily not to participate in the Plan. The election not to participate must be communicated to the Company, in writing, at least thirty days before the beginning of the Plan year.

Contributions

Each year, participants may contribute up to the maximum amount allowed by law under Internal Revenue Code (“IRC”) Sections 402(g) and 415. Participants may designate all or a portion of their elective deferrals as Roth contributions. Participants who have attained age 50 by year-end may also make catch-up contributions. At the discretion of the plan administrator, participants may also contribute amounts representing “rollover contributions” from other qualified plans.

For each Plan year, the employer may contribute (1), (2), and/or (3) below, on behalf of each participant:

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of Plan (Continued)

Contributions (continued)

- (1) Matching contribution: The employer may make matching contributions equal to a discretionary percentage of each tier, to be determined by the employer, of the participant's elective deferrals.
- (2) Nonelective safe harbor contribution: Effective January 1, 2022, the employer will make a safe harbor nonelective contribution to the account of each eligible participant in an amount equal to 3% of the employee's eligible compensation for the Plan year.
- (3) Profit-sharing contribution: The employer may make profit sharing contributions equal to a discretionary amount to be determined by the employer. A participant must complete a year of service (1,000 hours) during the Plan year and be employed on the last day of the Plan year in order to be eligible for an employer discretionary profit-sharing contribution.

The Board of Directors of the Company may elect annually to make any of the above employer contributions. Additionally, to the extent necessary, the employer shall contribute to the Plan the amount necessary to provide the top-heavy minimum contribution. Employer contributions made to the Plan are intended to comply with the safe harbor methods permitted by Code Sections 401(k)(12) and 401(m)(11). Furthermore, all employer contributions must be in cash.

The Company's Board of Directors elected to make employer contributions of \$456,863 and \$444,256 during 2023 and 2022, respectively.

Participant directed accounts

All investments are in participant directed accounts managed and held by Nationwide Trust Company, FSB, a division of Nationwide Bank.

Participants direct the investment of their contributions into various investment options offered by the Plan. For those participants who have not selected an investment option, the Plan provides for a qualified default investment alternative, where contributions are automatically invested in a designated balanced fund until changed by the participant.

Each participant's account is credited with the participant's contributions and Company matching and/or nonelective safe harbor contributions, as well as allocations of the Company's profit-sharing contribution and Plan earnings.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of Plan (Continued)

Participant directed accounts (continued)

Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances or specific participant transactions, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their compensation deferrals and safe harbor employer contributions, plus actual earnings thereon. Vesting in the Company's matching and discretionary profit sharing contribution portions of their account, plus actual earnings thereon, is based on years of continuous service. A participant is 100% vested upon six years of credited service. Regardless of the vesting schedule, participants shall become fully vested upon death or total and permanent disability.

Notes receivable from participants

Participants may borrow from their fund accounts a maximum of \$50,000 or 50% of their non-forfeitable account balance, whichever is less. The loans are secured by the balance in the participant's account and shall bear a reasonable rate of interest (prime rate plus 1.00%). Loans shall provide for repayment by biweekly payroll deductions or by check over a reasonable period of time, not to exceed five years, unless the purpose of the loan is to acquire or construct the participant's primary residence.

There were \$161,459 and \$124,928 in outstanding notes receivable due from participants at December 31, 2023 and 2022, respectively. The interest rates ranged from 4.25% to 9.50% at December 31, 2023 and 2022.

Payment of benefits

On separation from service, former participants or their designated beneficiary may elect to receive the value of the vested interest of their accounts as a lump-sum distribution, in periodic installments as permitted under Code Section 401(a)(9) for required minimum distributions, or to rollover the vested account balance to another qualified retirement plan.

The Plan has provided that if a participant's employment is terminated and the participant's vested interest in the Plan does not exceed \$1,000, a lump sum distribution may be made to the participant as soon as administratively practicable.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of Plan (Continued)

Payment of benefits (continued)

In the event of a mandatory distribution greater than \$1,000, but less than \$5,000, that is made in accordance with the provisions of the Plan providing for an automatic distribution to a participant without the participant's consent, the plan administrator shall pay the distribution in a direct rollover to an individual retirement plan designated by the plan administrator. All other distributions require the consent of the participant.

In-service distributions are also permitted on a limited basis for hardship reasons and to comply with qualified domestic relations orders. Participants may also take a distribution from their rollover accounts at any time.

Forfeited accounts

At December 31, 2023 and 2022, forfeited non-vested accounts totaled \$-0-. As of each anniversary date, any amounts that became forfeitures since the last anniversary date may first be used to pay any administrative expenses. The remaining forfeitures, if any, will be used to reduce the contribution of the employer for the Plan year following the Plan year in which such forfeitures occur.

During 2023 and 2022, forfeitures of \$-0- and \$62, respectively, were used to pay administrative expenses.

Note 2. Summary of Significant Accounting Policies

Basis of accounting

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

Use of estimates

The preparation of financial statements in accordance 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 of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment valuation and income recognition

Investments held by a defined contribution plan are required to be reported at fair value, except for fully benefit-responsive investment contracts.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Significant Accounting Policies (Continued)

Investment valuation and income recognition (continued)

Contract value is the relevant measure for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants normally would receive if they were to initiate permitted transactions under the terms of the Plan.

The Plan's mutual funds are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment / Pension Committee determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians and insurance company. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded and recognized on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividend income is recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Realized and unrealized appreciation (depreciation) in the fair value of investments is based on the difference between the fair value of the investments at the beginning of the year, or at the time of purchase for investments purchased during the year, and the related fair value on the day investments are sold with respect to realized appreciation (depreciation), or on the last day of the year for unrealized appreciation (depreciation). All realized and unrealized appreciation (depreciation) in the fair value of investments is shown in the accompanying statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of mutual funds.

Receivables

Contribution receivables are recorded at the balance outstanding, net of an estimated allowance for credit losses (i.e. net realizable value). Generally, the Plan does not require collateral to support these receivables.

The Plan records an allowance for credit losses in an amount approximating anticipated losses from estimated uncollectible amounts. Receivables are periodically evaluated for collectability based on their aging, the Plan's past credit history with its participants and plan sponsor, the participants' and plan sponsor's current financial condition and reasonable, supportable economic forecasts that could impact the collectability of the amounts. The Plan adjusts its estimates for reasonable expectation of future collection performance, net of estimated recoveries. The Plan periodically assesses its methodologies for estimating credit losses in consideration of actual experience, trends and changes in the overall economic environment.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Significant Accounting Policies (Continued)

Receivables (continued)

Additions to the allowance for credit losses are made by recording charges to credit losses in the Plan's statements of changes in net assets available for benefits through deductions. The uncollectible portion of contributions receivable is charged to the allowance for credit losses when an account is deemed uncollectible, and all collection efforts have been exhausted. Recoveries on contributions receivable previously charged off as uncollectible are credited to the allowance for credit losses, while recoveries on contributions receivable previously allowed for, but not charged off, are credited to credit losses or bad debt recoveries.

The allowance for credit losses was \$-0- at December 31, 2023 and 2022. There were no changes (i.e. provisions, write-offs or recoveries) in the allowance for credit losses during the years ended December 31, 2023 and 2022.

Participant loans are classified as notes receivable from participants in the accompanying statements of net assets available for benefits. Notes receivable from participants are measured at their unpaid principal balances plus any accrued, but unpaid, interest. The notes receivable from participants are collateralized by the balances in the participants' accounts. Interest income on notes receivable from participants is recognized over the terms of the notes and is calculated using the simple-interest method on principal amounts outstanding. No allowance for credit losses has been recorded as of December 31, 2023 and 2022, because all balances have been deemed collectible by Plan management.

Delinquent participant loans are reclassified as benefits paid to participants based on the terms of the Plan document. Notes receivable from participants are considered delinquent if a participant fails to repay a participant loan according to the loan's terms. A deemed distribution occurs when the participant defaults on the loan. If a repayment violation occurs, the amount of the deemed distribution is the entire outstanding balance of the loan, including principal and interest accrued, at the time of the violation. Deemed distributions are recorded as benefits paid to participants in the accompanying statements of changes in net assets available for benefits.

Contributions

Contributions from Plan participants and the corresponding employer contributions are recorded in the year in which the employee contributions are withheld from compensation.

Payments of benefits

Benefits are recorded when paid.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 2. Summary of Significant Accounting Policies (Continued)

Expenses

Expenses are recognized when they are incurred. Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements.

Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Administrative expenses also include professional fees, recordkeeping fees, contract administrator fees, investment advisory and management fees. Investment related fees charged by mutual funds are included in net appreciation (depreciation) of fair value of mutual funds.

New accounting standards

Effective January 1, 2023, the Plan adopted FASB ASU 2016-13, *Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*, as amended, which modifies the measurement of expected credit losses on certain financial instruments. The Plan adopted the new guidance utilizing the modified retrospective transition method. The adoption of this standard did not have a material impact on the Plan's financial statements but did change disclosure requirements and how the estimated allowance for credit losses is determined. The cumulative-effect adjustment to net assets available for benefits as of the beginning of the first reporting period in which the guidance is adopted (i.e. January 1, 2023) was \$-0-.

Note 3. Information Prepared and Certified by the Plan's Trustee

The trustee of the Plan, Nationwide Trust Company FSB, holds the Plan's investments and executes investment transactions. The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Nationwide Trust Company, FSB, a division of Nationwide Bank and the trustee of the Plan, has certified to the completeness and accuracy of all investments (i.e. cash, mutual funds and guaranteed investment contracts) and notes receivable from participants reflected in the accompanying statements of net assets available for benefits as of December 31, 2023 and 2022, the supplemental schedules of assets (held at end of year) as of December 31, 2023 and 2022, and the related investment activity (i.e. net appreciation in fair value of mutual funds, interest, dividends, capital gain distributions and interest income on notes receivable from participants) reflected in the statements of changes in net assets available for benefits for the years ended December 31, 2023 and 2022.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 3. Information Prepared and Certified by the Plan's Trustee (Continued)

The following information included in the accompanying financial statements and supplemental schedules was obtained from data that has been prepared and certified to as complete and accurate by the trustee:

	<u>2023</u>	<u>2022</u>
Cash	\$ 1,000	\$ -
Mutual funds at fair value, including related detail	\$ 13,333,226	\$ 12,452,635
Guaranteed investment contract at contract value	\$ 2,824,139	\$ 3,612,120
Notes receivable from participants	\$ 161,459	\$ 124,928
Investment (loss) income, including related detail	\$ 2,125,643	\$ (3,135,036)
Interest income on notes receivable from participants	\$ 9,834	\$ 7,200

Note 4. Fair Value Measurements

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

Accounting principles generally accepted in the United States of America establish a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs are used only when Level 1 or Level 2 inputs are not available. The three levels of the fair value hierarchy under accounting principles generally accepted in the United States of America, along with the valuation methodologies used for assets measured at fair value in the accompanying statements of net assets available for benefits, are described below:

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

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements (Continued)

The fair value of mutual funds is based on quoted net asset values of the shares as reported by the funds. The mutual funds held by the Plan are registered with the Securities and Exchange Commission and are deemed to be actively traded. The funds are required to publish their daily net asset value ("NAV") and transact at that price. Therefore, mutual funds are stated at fair value determined by quoted net asset values, i.e. quoted market prices, on the last business day of the Plan year.

Level 2 measurements – Inputs to the valuation methodology include: (a) quoted prices for similar assets or liabilities in active markets; (b) quoted prices for identical or similar assets or liabilities in inactive markets; (c) inputs other than quoted prices that are observable for the asset or liability; (d) inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

The Plan did not have any Level 2 assets as of December 31, 2023 and 2022.

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

The Plan did not have any Level 3 assets as of December 31, 2023 and 2022.

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

Assets at Fair Value as of December 31, 2023				
	Level 1	Level 2	Level 3	Total
Investments				
Mutual funds	\$ 13,333,226	\$ -	\$ -	\$ 13,333,226
Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Investments				
Mutual funds	\$ 12,452,635	\$ -	\$ -	\$ 12,452,635

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements (Continued)

Gains and losses included in changes in net assets available for benefits for the years ended December 31, 2023 and 2022, are reported in net appreciation (depreciation) in fair value of mutual funds.

The Plan's policy is to recognize transfers between Levels 1 and 2 and into and out of Level 3 as of the date of the event or change in circumstances that caused the transfer. For the years ended December 31, 2023 and 2022, there were no transfers between Levels 1 and 2 and no transfers into or out of Level 3.

Note 5. Guaranteed Investment Contract

Effective September 1, 2012, the Plan entered into a fully benefit-responsive guaranteed investment contract with Nationwide Life Insurance Company. Nationwide Fixed Select Contract (the "Contract") is a fixed return product with quarterly interest rate guarantees. Deposits are guaranteed in both principal and interest by Nationwide Life Insurance Company.

Amounts are held in Nationwide Life Insurance Company's general account and are credited on a net daily basis at annual effective rates. The Contract does not have a maturity date; therefore, the Contract's provisions do not provide for a distribution at contract value at some specified future date. The Contract continues in force until all assets have been distributed, or no further payments are due.

Because the guaranteed investment contract meets the criteria to be considered fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statements of net assets available for benefits at contract value. Contract value, as reported to the Plan by Nationwide Life Insurance Company, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses.

Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. Participants are restricted from making exchanges from the Nationwide Fixed Select Contract to any other competing fixed investment option. There are no restrictions on participant directed exchanges into or out of the Nationwide Fixed Select Contract into non-competing fixed investment options. The contract holder can request a lump sum distribution with a market value adjustment, or an installment payout at contract value over a period of years.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. Termination fees and contingent deferred sales charges are not applicable to the Plan's Contract.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 5. Guaranteed Investment Contract (Continued)

The contract value of the guaranteed investment contract was \$2,824,139 and \$3,612,120 at December 31, 2023 and 2022, respectively, as provided and certified by Nationwide Trust Company, FSB, a division of Nationwide Bank and the trustee of the Plan.

The crediting interest rate is based on a formula agreed upon with the issuer. Such interest rates are reset quarterly and were as follows during the years ended December 31, 2023 and 2022:

	<u>2023</u>	<u>2022</u>
First quarter	2.32%	1.88%
Second quarter	2.42%	1.88%
Third quarter	2.42%	1.96%
Fourth quarter	2.42%	2.22%

Note 6. Related Party and Party-in-Interest Transactions

Certain plan investments are shares of mutual funds managed by affiliates of Nationwide Trust Company, FSB. Nationwide Trust Company, FSB, is the trustee as defined by the Plan and, therefore, transactions with Nationwide Trust Company, FSB, and its affiliates qualify as party-in-interest transactions. Total fees directly paid to Nationwide Trust Company, FSB, were \$45,279 and \$44,400 for the years ended December 31, 2023 and 2022, respectively.

Pension Financial Services, Inc., is a pension consulting firm that provides third-party administrative services to the Plan and is considered a party-in-interest. Administrative fees paid directly by the Plan totaled \$17,604 and \$19,586 for the years ended December 31, 2023 and 2022, respectively.

Case Pearlman Retirement Plan Advisors, LLC, provides retirement and investment advisory services to the Plan and is considered a party-in-interest. Fees paid directly by the Plan for retirement and investment advisory services totaled \$8,979 and \$28,458 for the years ended December 31, 2023 and 2022, respectively.

Everhart Financial Group, Inc., provides retirement and investment advisory services to the Plan and is considered a party-in-interest. Fees paid directly by the Plan for retirement and investment advisory services totaled \$19,140 and \$-0- for the years ended December 31, 2023 and 2022, respectively.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 6. Related Party and Party-in-Interest Transactions (Continued)

Wiltshire, Whitley, Richardson & English, P.A., provides audit services to the Plan and is considered a party-in-interest. Fees accrued or paid directly by the Plan for audit services were \$19,000 and \$17,000 for the years ended December 31, 2023 and 2022, respectively. Accrued expenses owed to the Plan's audit firm was \$19,000 and \$17,000 at December 31, 2023 and 2022, respectively.

All of these related party and party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

Note 7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination or partial-plan termination, participants will become 100% vested in their accounts.

Note 8. Concentrations, Risks and Uncertainties

The Plan considers individual account balances comprising of 10% or more of notes receivable from participants as a concentration. At December 31, 2023, approximately 60% of total notes receivable from participants were due from four participants. At December 31, 2022, approximately 46% of total notes receivable from participants were due from three participants. Each participant individually owed 10% or more of total notes receivable from participants. Notes receivable from participants are secured by the balances in the participants' accounts.

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

The Plan also invests in various investment options that invest in securities of foreign/international companies, which involve special risks and considerations not typically associated with investing in domestic companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments. Moreover, securities of foreign companies and their markets may be less liquid and their prices more volatile than those of securities of comparable domestic companies.

JOHNSON ENGINEERING, INC.
EMPLOYEE 401(K) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

Note 9. Tax Status

The Company adopted a Volume Submitter Cross-Tested Profit Sharing 401(k) Plan with a cash or deferral arrangement that received a favorable opinion letter from the Internal Revenue Service (“IRS”) on June 30, 2020, which stated that the Plan was designed in accordance with applicable requirements of the Internal Revenue Code (“IRC”). Although the Plan has been amended since receiving the determination letter, the plan administrator and the Plan’s tax counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt. Consequently, no provision for income taxes has been included in the Plan’s financial statements.

Accounting principles generally accepted in the United States of America require the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service (“IRS”). The plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2023 and 2022, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements.

The Plan is subject to routine audits by taxing authorities; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2020.

Note 10. Subsequent Events

Plan management has evaluated subsequent events through April 27, 2025, the date the financial statements were available to be issued.

On January 3, 2024, the Plan adopted resolutions to amend the Plan to comply with the CARES Act, SECURE Act and other law changes.

Effective July 16, 2024, the Plan changed trustees from Nationwide Trust Company FSB to Empower Trust Company, LLC, and adopted a new plan document under the Empower Retirement, LLC Defined Contribution Pre-Approved Plan. The Plan’s provisions essentially remain the same as outlined in Note 1.

On August 27, 2024, Johnson Engineering, Inc. (the “Company”) was converted to Johnson Engineering, LLC. Effective August 27, 2024, the Plan adopted an amendment to change its name to Johnson Engineering, LLC Employee 401(k) Profit Sharing Plan. On August 30, 2024, Apex Companies, LLC, acquired Johnson Engineering, LLC. As of April 27, 2025, Apex Companies, LLC, has not approved an amendment to terminate or merge the Plan, however, that decision could occur within one year of the auditor’s report date.

SUPPLEMENTAL SCHEDULES

JOHNSON ENGINEERING, INC. (EIN 59-1173834)
EMPLOYEE 401(K) PROFIT SHARING PLAN (PLAN # 001)

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	Nationwide Trust Company, FSB				
	"	AllianceBernstein Global Bond Fund I	**	169,216	131,827
	"	Allspring Diversified Capital Builder Fund Class Institutional	**	33,529	25,302
	"	American Century Midcap Value Fund Class R6	**	152,099	195,801
	"	American Funds New Prospective Fund R6	**	862,857	809,213
	"	Avantis US Large Cap Value Fund Institutional	**	293,940	206,272
	"	Avantis US Small Cap Value Fund Institutional	**	98,856	66,831
	"	Blackrock Equity Dividend Institutional Shares	**	41,233	255,551
	"	Blackrock High Yield Bond Portfolio Class K	**	238,639	215,684
	"	Blackrock Midcap Growth Equity Portfolio Institutional	**	2,868	110,212
	"	Blackrock Strategic Income Opportunities Portfolio I	**	24	72,495
	"	Blackrock Total Return Fund Class K	**	99,992	114,593
	"	Brown Advisory Sustainable Growth Fund Institutional	**	165,646	-
	"	Carillon Reams Core Bond Fund I	**	441,653	391,074
	"	Cohen & Steers Real Estate Securities Fund Class Z	**	18,427	41,259
	"	Columbia Income Builder Inst2	**	21,427	17,077
	"	Columbia Select Large Cap Growth Inst2	**	6,308	5,885
	"	Columbia Small Cap Growth Inst3	**	108,802	78,313
	"	DFA Emerging Market Core Equity Portfolio Institutional Class	**	254,414	233,588
	"	DFA Global Real Estate Securities Portfolio Institutional Class	**	5,732	4,438
	"	DFA U.S. Large Cap Value Portfolio Institutional Class	**	11,765	14,141
	"	DFA U.S. Target Value Portfolio Institutional Class	**	35,866	2,802
	"	Diamond Hill Mid Cap Fund Class I	**	156,046	115,379
	"	Dodge & Cox International Stock Fund	**	334,486	258,097
	"	Eaton Vance Floating-Rate & High Income Fund (Institutional)	**	37,274	76,126
	"	Eaton Vance Parametric Institutional Equity Fund I	**	75	-
	"	FMI International Fund Institutional Class	**	153,423	126,670
	"	Federated Hermes Government Obligations Fund Premier	**	3,044	616
	"	Fidelity 500 Index Fund	**	1,188,185	1,088,498
	"	Fidelity Asset Manager 50% Fund I	**	1,948	1,242
	"	Fidelity Emerging Market Index Fund	**	715	655
	"	Fidelity International Index Fund	**	316,047	202,463
	"	Fidelity Large Cap Growth Index Fund	**	5,630	3,068
	"	Fidelity Mid Cap Growth Index Fund	**	4,926	2,890

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(a)	(b) Identity of Issue; Borrower	Description of Investment including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value	Current Value
	"	Fidelity Small Cap Growth Index Fund	**	5,114	3,192
	"	Fidelity Small Cap Value Index Fund	**	1,122	981
	"	Fidelity Total International Index Fund	**	171,498	-
	"	Fidelity U.S. Bond Index Fund	**	356,737	151,611
	"	Fidelity Advisor Materials Fund I	**	5,865	4,622
	"	Fidelity Advisor Total Bond Class I	**	168,083	260,491
	"	Franklin Templeton Global Bond Advisor Fund	**	14,831	59,418
	"	Goldman Sachs GQG Partners International Opportunities Fund	**	426,224	253,074
	"	Harbor International Growth Institutional	**	6,948	5,277
	"	Hartford Equity Income Fund Class R6	**	60,360	44,007
	"	Hartford Core Equity Fund Class R6	**	101,318	185,490
	"	Invesco Developing Markets Fund Class R6	**	41,215	33,235
	"	Invesco International Small-Mid Company Fund Class Y	**	96,447	83,470
	"	Invesco SteelPath MLP Income Fund Class Y	**	669	555
	"	JP Morgan Emerging Markets Equity Fund Class R6	**	8,803	6,507
	"	JP Morgan Equity Income Fund Class R5	**	268,712	245,772
	"	JP Morgan Government Bond Fund Class R6	**	209,938	177,717
	"	JP Morgan Large Cap Group Fund Class R6	**	416,235	185,122
	"	JP Morgan U.S. Equity Fund Class R5	**	12,833	51,454
	"	Janus Henderson Balanced Fund N	**	347,535	546,974
	"	Janus Henderson Enterprise Fund N	**	44,261	-
	"	Lazard Global Listed Infrastructure Portfolio Institutional	**	11,692	74,866
	"	Lazard International Strategic Equity Portfolio Institutional	**	8,463	137,944
	"	Legg Mason ClearBridge International Growth Fund I	**	111,365	92,046
	"	MFS Mid Cap Growth Fund R6	**	154,341	-
	"	MFS New Discovery Value Fund R6	**	70,516	160,294
	"	Morgan Stanley Institutional Growth Portfolio I	**	767,798	499,650
	"	Metropolitan West Total Return Bond Fund I	**	48,152	277,790
	"	Manning & Napier Disciplined Value Series Class I	**	234,634	403,206
*	"	Nationwide Fixed Select Contract	**	2,824,139	3,612,120
	"	Natixis AlphaSimplex Managed Futures Strategy Y	**	-	88,066
	"	Neuber Large Cap Value Institutional	**	-	88,498
*	"	Nationwide Loomis All Cap Growth Fund Class R6	**	298,298	212,476
	"	Peartree Polaris Foreign Value Small Cap Institutional Fund	**	-	24,230
	"	PGIM Total Return Bond Fund Class R6	**	238,802	199,550
	"	PIMCO Real Return Fund Institutional Class	**	161,638	134,504

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	"	PIMCO StockPLUS International Fund Dollar-Hedged Institutional	**	92,730	-
	"	PIMCO StockPLUS Long Duration Institutional Fund	**	204,830	140,442
	"	PIMCO Commodity Real Return Strategy Fund Institutional Class	**	140,168	114,431
	"	Parnassus Mid Cap Fund Institutional Shares	**	343,032	447,785
	"	Principal Global Real Estate Securities Fund Class R6	**	186,153	130,024
	"	Putnam Large Cap Value Fund Y	**	-	43,774
	"	T Rowe Price All Cap Opportunities Fund	**	156,983	17,295
	"	T Rowe Price Blue Chip Growth Fund	**	19,207	179,500
	"	T Rowe Price Dividend Growth Fund	**	-	26,347
	"	T Rowe Price Small Cap Value Fund	**	8,016	109,538
	"	T Rowe Price Small Cap Value Institutional Shares	**	142,130	74,271
	"	USAA Ultra Short Term Bond Fund R6	**	-	266
	"	Vic Ultra Short Term Bond Fund R6	**	481	-
	"	Virtus AlphaSimplex	**	19	-
	"	Virtus KAR Mid Cap Growth Fund Class R6	**	468,918	368,753
	"	Virtus KAR Small Cap Core Fund Class R6	**	44,137	-
	"	Vanguard Commodity Strategy Fund Admiral Shares	**	1,638	956
	"	Vanguard Developing Market Index Fund Admiral Shares	**	304	-
	"	Vanguard Dividend Growth Investor Shares	**	87,047	44,525
	"	Vanguard Energy Fund Admiral Shares	**	703	-
	"	Vanguard Equity Income Fund Admiral Shares	**	-	44,095
	"	Vanguard Explorer Fund Admiral Shares	**	101,694	69,280
	"	Vanguard Financials Index Fund Admiral Shares	**	703	48
	"	Vanguard Global Capital Cycles Fund Investor Shares	**	6,403	4,992
	"	Vanguard High Dividend Yield Index Fund Admiral Shares	**	5,650	1,468
	"	Vanguard Health Care Index Fund Admiral Shares	**	2,955	89,881
	"	Vanguard Information Technology Index Fund Admiral Shares	**	58,165	1,448
	"	Vanguard Intermediate-Term Treasury Index Fund Admiral Shares	**	626	417
	"	Vanguard Intermediate Mid Term Bond Index Fund Admiral Shares	**	191	90
	"	Vanguard Long Term Treasury Index Admiral Shares	**	2,265	1,483
	"	Vanguard Mid-Cap Index Fund Admiral Shares	**	143,246	193,933
	"	Vanguard Short-Term Inflation-Protected Securities Index Fund	**	103,259	98,148
	"	Vanguard Small Cap Index Fund Admiral Shares	**	18,946	48,217
	"	Vanguard Small Cap Value Index Fund Admiral Shares	**	2,163	674
	"	Vanguard Target Retirement 2025 Fund	**	81,563	79,755

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	"	Vanguard Target Retirement 2030 Fund	**	121,980	93,690
	"	Vanguard Target Retirement 2035 Fund	**	147,167	113,127
	"	Vanguard Target Retirement 2040 Fund	**	136,644	101,882
	"	Vanguard Target Retirement 2045 Fund	**	51,474	42,082
	"	Vanguard Target Retirement 2050 Fund	**	58,589	41,802
	"	Vanguard Target Retirement 2055 Fund	**	175,706	124,901
	"	Vanguard Target Retirement 2060 Fund	**	45,659	28,400
	"	Vanguard Target Retirement 2065 Fund	**	27,185	10,086
	"	Vanguard Target Retirement 2070 Fund	**	47	-
	"	Vanguard Target Retirement Income Fund	**	6,217	2,601
	"	Vanguard Total Stock Market Index Fund Admiral Shares	**	2,607	2,077
	"	Vanguard Utility Index Fund Admiral Shares	**	87	-
	"	Cash	**	1,000	-
*	Participant Loans	Principal + interest at 4.25% - 9.50%, repayable in biweekly installments	-	161,459	124,928
				<u>\$ 16,319,824</u>	<u>\$ 16,189,683</u>

* Party-in-interest as defined by ERISA

** Cost omitted for participant directed investments

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	"	Vanguard Target Retirement 2050 Fund	**	58,589	41,802
	"	Vanguard Target Retirement 2055 Fund	**	175,706	124,901
	"	Vanguard Target Retirement 2060 Fund	**	45,659	28,400
	"	Vanguard Target Retirement 2065 Fund	**	27,185	10,086
	"	Vanguard Target Retirement 2070 Fund	**	47	-
	"	Vanguard Target Retirement Income Fund	**	6,217	2,601
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** Cost omitted for participant directed investments