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|---|---|---|
| <p style="text-align: center;">Form 5500</p> <p style="font-size: small;">Department of the Treasury Internal Revenue Service</p> <hr/> <p style="font-size: small;">Department of Labor Employee Benefits Security Administration</p> <hr/> <p style="font-size: x-small;">Pension Benefit Guaranty Corporation</p> | <p>Annual Return/Report of Employee Benefit Plan</p> <p style="font-size: small;">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).</p> <p>▶ Complete all entries in accordance with the instructions to the Form 5500.</p> | <p style="font-size: x-small;">OMB Nos. 1210-0110 1210-0089</p> <hr/> <p style="font-size: large; font-weight: bold;">2024</p> <hr/> <p style="font-weight: bold;">This Form is Open to Public Inspection</p> |
|---|---|---|

Part I Annual Report Identification Information
 For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

A This return/report is for: a multiemployer plan a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)

a single-employer plan a DFE (specify) _____

B This return/report is: the first return/report the final return/report

an amended return/report a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. ▶

D Check box if filing under: Form 5558 automatic extension the DFVC program

special extension (enter description)

E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶

Part II Basic Plan Information—enter all requested information

| | |
|--|--|
| <p>1a Name of plan <u>TOTAL INDUSTRIES</u></p> | <p>1b Three-digit plan number (PN) ▶ <u>001</u></p> |
| <p>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) <u>TOTAL INDUSTRIES</u></p> <p><u>6999 SOUTHFRONT ROAD</u> <u>LIVERMORE, CA 94551</u></p> | <p>1c Effective date of plan <u>08/01/1997</u></p> <p>2b Employer Identification Number (EIN) <u>94-3262562</u></p> <p>2c Plan Sponsor's telephone number <u>510-675-1111</u></p> <p>2d Business code (see instructions) <u>811310</u></p> |

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

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

| | | | |
|------------------|---|------------|--|
| SIGN HERE | Filed with authorized/valid electronic signature. | 10/10/2025 | STEPHEN ANDRES |
| | Signature of plan administrator | Date | Enter name of individual signing as plan administrator |
| SIGN HERE | | | |
| | Signature of employer/plan sponsor | Date | Enter name of individual signing as employer or plan sponsor |
| SIGN HERE | | | |
| | Signature of DFE | Date | Enter name of individual signing as DFE |

| | | | |
|---|--|--|------------|
| 3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor | | 3b Administrator's EIN | |
| | | 3c Administrator's telephone number | |
| | | | |
| 4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name RJMS CORPORATION DBA TOYOTA MATERIAL HANDLING NORTHERN CALIFORNIA c Plan Name TOYOTA MATERIAL HANDLING 401(K) PLAN | | 4b EIN 94-3262562 | |
| | | 4d PN 001 | |
| 5 Total number of participants at the beginning of the plan year | | 5 | 278 |
| 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 | | 6a(1) | 246 |
| a(2) Total number of active participants at the end of the plan year | | 6a(2) | 213 |
| b Retired or separated participants receiving benefits..... | | 6b | 1 |
| c Other retired or separated participants entitled to future benefits | | 6c | 57 |
| d Subtotal. Add lines 6a(2) , 6b , and 6c | | 6d | 271 |
| e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. | | 6e | 0 |
| f Total. Add lines 6d and 6e | | 6f | 271 |
| g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) | | 6g(1) | 264 |
| g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | | 6g(2) | 262 |
| h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested..... | | 6h | 13 |
| 7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) | | 7 | |

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2S 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) | | 9b Plan benefit arrangement (check all that apply) | |
| (1) <input type="checkbox"/> Insurance | (1) <input type="checkbox"/> Insurance | (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts | (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts |
| (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts | (3) <input checked="" type="checkbox"/> Trust | (3) <input checked="" type="checkbox"/> Trust | (4) <input type="checkbox"/> General assets of the sponsor |
| (3) <input checked="" type="checkbox"/> Trust | (4) <input type="checkbox"/> General assets of the sponsor | (4) <input type="checkbox"/> General assets of the sponsor | |
| (4) <input type="checkbox"/> General assets of the sponsor | | | |

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2024 Form M-1 annual report. If the plan was not required to file the 2024 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

| | | |
|--|--|---|
| SCHEDULE C (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small> | Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. | <small>OMB No. 1210-0110</small> 2024 This Form is Open to Public Inspection. |
|--|--|---|

For calendar plan year 2024 or fiscal plan year beginning **01/01/2024** and ending **12/31/2024**

| | | |
|--|--|------------|
| A Name of plan TOTAL INDUSTRIES | B Three-digit plan number (PN) ▶ | 001 |
| C Plan sponsor's name as shown on line 2a of Form 5500 TOTAL INDUSTRIES | D Employer Identification Number (EIN) 94-3262562 | |

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

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

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

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

WELLS FARGO CLEARING SERVICES LLC

23-2384840

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|------------------------|---|--|--|--|---|--|
| 27 | ADVISOR | 40241 | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> | Yes <input type="checkbox"/> No <input type="checkbox"/> | | Yes <input type="checkbox"/> No <input type="checkbox"/> |

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

STRATEGIC ADVISORS, INC.

04-2654524

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|------------------------|---|--|--|--|---|--|
| 27 | ADVISOR | 5281 | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> | Yes <input type="checkbox"/> No <input type="checkbox"/> | | Yes <input type="checkbox"/> No <input type="checkbox"/> |

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|------------------------|---|--|--|--|---|--|
| 37 60 64 65 | RECORDKEEPER | -32688 | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> | 0 | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |

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 |
|--|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AB LG CAP GRTH A - ALLIANCEBERNSTE 1345 AVE OF AMERICAS NEW YORK NEW YORK, LU L-245 LU | 0.50% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF NEW WORLD FUND R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF SM CAP WORLD R4 - AMERICAN FUND 95-2566717 | 0.35% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2010 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2015 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2020 R4 - AMERICAN FU 95-2566717 | 0.35% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2025 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2030 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2035 R4 - AMERICAN FU 95-2566717 | 0.35% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2040 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2045 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2050 R4 - AMERICAN FU 95-2566717 | 0.35% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2055 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| AF TRGT DATE 2060 R4 - AMERICAN FU 95-2566717 | 0.35% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| COL MID CAP INDEX I2 - COLUMBIA MG 430 W 7TH STREET STE 219104 KANSAS CITY, MO 64105 | 0.10% | |

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 |
|--|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| DODGE & COX INCOME I - SS&C GIDS, 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105 | 0.08% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| DODGE&COX INTL STK I - SS&C GIDS, 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105 | 0.10% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| IS R2000 SM-CAP A - BNY MELLON INV 500 ROSS STREET PITTSBURGH, PA 53442 | 0.30% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| IS S&P 500 IDX A - BNY MELLON INVE 500 ROSS STREET PITTSBURGH, PA 53442 | 0.30% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| JPM EQUITY INCOME A - J.P. MORGAN 430 W 7TH STREET, STE 219143 KANSAS CITY, MO 64105 | 0.50% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| JPM LG CAP GRTH R3 - J.P. MORGAN I 430 W 7TH STREET, STE 219143 KANSAS CITY, MO 64105 | 0.50% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| JPM MIDCAP GROWTH R4 - J.P. MORGAN 430 W 7TH STREET, STE 219143 KANSAS CITY, MO 64105 | 0.25% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| JPM US EQUITY R4 - J.P. MORGAN INV 430 W 7TH STREET, STE 219143 KANSAS CITY, MO 64105 | 0.25% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| LS GLOBAL ALLOC Y - SS&C GIDS, INC 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105 | 0.25% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| MFS INTL GROWTH R4 - MFS SERVICE C 04-2865649 | 0.15% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| MFS MID CAP VALUE R3 - MFS SERVICE 04-2865649 | 0.50% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| PUTNAM SM CAP GRTH Y - PUTNAM INVE 04-2539562 | 0.20% | |

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 |
|---|--|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |
| (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. | |
| WA SHORT TERM BOND I - FRANKLIN TE 94-3167260 | 0.10% | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| | | |
| (d) Enter name and EIN (address) of source of indirect compensation | (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. | |
| | | |
| (a) Enter service provider name as it appears on line 2 | (b) Service Codes (see instructions) | (c) Enter amount of indirect compensation |
| | | |
| (d) Enter name and EIN (address) of source of indirect compensation | (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. | |
| | | |

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

| | | |
|--|--|--|
| SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small> | Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500. | <small>OMB No. 1210-0110</small> 2024 This Form is Open to Public Inspection |
|--|--|--|

| | |
|--|--|
| For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024 | |
| A Name of plan TOTAL INDUSTRIES | B Three-digit plan number (PN) ▶ 001 |
| C Plan sponsor's name as shown on line 2a of Form 5500 TOTAL INDUSTRIES | D Employer Identification Number (EIN) 94-3262562 |

| | |
|---------------|--------------------------------------|
| 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.

| | | (a) Beginning of Year | (b) End of Year |
|--|-----------------|-----------------------|-----------------|
| a Total noninterest-bearing cash | 1a | 0 | 0 |
| b Receivables (less allowance for doubtful accounts): | | | |
| (1) Employer contributions | 1b(1) | 0 | 0 |
| (2) Participant contributions | 1b(2) | 0 | 0 |
| (3) Other | 1b(3) | 0 | 0 |
| c General investments: | | | |
| (1) Interest-bearing cash (include money market accounts & certificates of deposit) | 1c(1) | 935243 | 711732 |
| (2) U.S. Government securities | 1c(2) | 0 | 0 |
| (3) Corporate debt instruments (other than employer securities): | | | |
| (A) Preferred | 1c(3)(A) | 0 | 0 |
| (B) All other | 1c(3)(B) | 0 | 0 |
| (4) Corporate stocks (other than employer securities): | | | |
| (A) Preferred | 1c(4)(A) | 0 | 0 |
| (B) Common | 1c(4)(B) | 0 | 0 |
| (5) Partnership/joint venture interests | 1c(5) | 0 | 0 |
| (6) Real estate (other than employer real property) | 1c(6) | 0 | 0 |
| (7) Loans (other than to participants) | 1c(7) | 0 | 0 |
| (8) Participant loans | 1c(8) | 270821 | 379899 |
| (9) Value of interest in common/collective trusts | 1c(9) | 0 | 0 |
| (10) Value of interest in pooled separate accounts | 1c(10) | 0 | 0 |
| (11) Value of interest in master trust investment accounts | 1c(11) | 0 | 0 |
| (12) Value of interest in 103-12 investment entities | 1c(12) | 0 | 0 |
| (13) Value of interest in registered investment companies (e.g., mutual funds) | 1c(13) | 16705113 | 19115525 |
| (14) Value of funds held in insurance company general account (unallocated contracts) | 1c(14) | 0 | 0 |
| (15) Other | 1c(15) | 0 | 0 |

| 1d Employer-related investments: | | (a) Beginning of Year | (b) End of Year |
|--|--------------|-----------------------|-----------------|
| (1) Employer securities..... | 1d(1) | 0 | 0 |
| (2) Employer real property..... | 1d(2) | 0 | 0 |
| e Buildings and other property used in plan operation..... | 1e | 0 | 0 |
| f Total assets (add all amounts in lines 1a through 1e)..... | 1f | 17911177 | 20207156 |
| Liabilities | | | |
| g Benefit claims payable..... | 1g | 0 | 0 |
| h Operating payables..... | 1h | 0 | 0 |
| i Acquisition indebtedness..... | 1i | 0 | 0 |
| j Other liabilities..... | 1j | 0 | 0 |
| k Total liabilities (add all amounts in lines 1g through 1j)..... | 1k | 0 | 0 |
| Net Assets | | | |
| l Net assets (subtract line 1k from line 1f)..... | 1l | 17911177 | 20207156 |

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) | 741370 | |
| (B) Participants..... | 2a(1)(B) | 1649724 | |
| (C) Others (including rollovers)..... | 2a(1)(C) | 243663 | |
| (2) Noncash contributions..... | 2a(2) | 0 | |
| (3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2) | 2a(3) | | 2634757 |
| b Earnings on investments: | | | |
| (1) Interest: | | | |
| (A) Interest-bearing cash (including money market accounts and certificates of deposit)..... | 2b(1)(A) | 40423 | |
| (B) U.S. Government securities..... | 2b(1)(B) | 0 | |
| (C) Corporate debt instruments..... | 2b(1)(C) | 0 | |
| (D) Loans (other than to participants)..... | 2b(1)(D) | 0 | |
| (E) Participant loans..... | 2b(1)(E) | 24559 | |
| (F) Other..... | 2b(1)(F) | 0 | |
| (G) Total interest. Add lines 2b(1)(A) through (F) | 2b(1)(G) | | 64982 |
| (2) Dividends: | | | |
| (A) Preferred stock..... | 2b(2)(A) | 0 | |
| (B) Common stock..... | 2b(2)(B) | 0 | |
| (C) Registered investment company shares (e.g. mutual funds)..... | 2b(2)(C) | 766622 | |
| (D) Total dividends. Add lines 2b(2)(A) , (B) , and (C) | 2b(2)(D) | | 766622 |
| (3) Rents..... | 2b(3) | | 0 |
| (4) Net gain (loss) on sale of assets: | | | |
| (A) Aggregate proceeds..... | 2b(4)(A) | 0 | |
| (B) Aggregate carrying amount (see instructions)..... | 2b(4)(B) | 0 | |
| (C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result..... | 2b(4)(C) | | |
| (5) Unrealized appreciation (depreciation) of assets: | | | |
| (A) Real estate..... | 2b(5)(A) | 0 | |
| (B) Other..... | 2b(5)(B) | 0 | |
| (C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B) | 2b(5)(C) | | |

| | | (a) Amount | (b) Total |
|---|---------------|------------|-----------|
| (6) Net investment gain (loss) from common/collective trusts | 2b(6) | | 0 |
| (7) Net investment gain (loss) from pooled separate accounts | 2b(7) | | 0 |
| (8) Net investment gain (loss) from master trust investment accounts | 2b(8) | | 0 |
| (9) Net investment gain (loss) from 103-12 investment entities | 2b(9) | | 0 |
| (10) Net investment gain (loss) from registered investment companies (e.g., mutual funds) | 2b(10) | | 1718893 |
| c Other income | 2c | | 0 |
| d Total income. Add all income amounts in column (b) and enter total | 2d | | 5185254 |

Expenses

| | | | |
|---|---------------|---------|---------|
| e Benefit payment and payments to provide benefits: | | | |
| (1) Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 2876441 | |
| (2) To insurance carriers for the provision of benefits | 2e(2) | 0 | |
| (3) Other | 2e(3) | 0 | |
| (4) Total benefit payments. Add lines 2e(1) through (3) | 2e(4) | | 2876441 |
| f Corrective distributions (see instructions) | 2f | | 0 |
| g Certain deemed distributions of participant loans (see instructions) | 2g | | 0 |
| h Interest expense | 2h | | 0 |
| i Administrative expenses: | | | |
| (1) Salaries and allowances | 2i(1) | 0 | |
| (2) Contract administrator fees | 2i(2) | 0 | |
| (3) Recordkeeping fees | 2i(3) | -32688 | |
| (4) IQPA audit fees | 2i(4) | 0 | |
| (5) Investment advisory and investment management fees | 2i(5) | 45522 | |
| (6) Bank or trust company trustee/custodial fees | 2i(6) | 0 | |
| (7) Actuarial fees | 2i(7) | 0 | |
| (8) Legal fees | 2i(8) | 0 | |
| (9) Valuation/appraisal fees | 2i(9) | 0 | |
| (10) Other trustee fees and expenses | 2i(10) | 0 | |
| (11) Other expenses | 2i(11) | 0 | |
| (12) Total administrative expenses. Add lines 2i(1) through (11) | 2i(12) | | 12834 |
| j Total expenses. Add all expense amounts in column (b) and enter total | 2j | | 2889275 |

Net Income and Reconciliation

| | | | |
|---|--------------|--|---------|
| k Net income (loss). Subtract line 2j from line 2d | 2k | | 2295979 |
| l Transfers of assets: | | | |
| (1) To this plan | 2l(1) | | 0 |
| (2) From this plan | 2l(2) | | 0 |

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **LAVINE, LOFGREN, MORRIS & ENGELBERG**

(2) EIN: **33-0690020**

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.) | <input checked="" type="checkbox"/> | <input type="checkbox"/> | 74320 |
| 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.) | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| 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.) | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| 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.) | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| e Was this plan covered by a fidelity bond? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | 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? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| 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? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| 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? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) | <input checked="" type="checkbox"/> | <input type="checkbox"/> | |
| 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.) | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| l Has the plan failed to provide any benefit when due under the plan? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |
| 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. | <input type="checkbox"/> | <input checked="" type="checkbox"/> | |

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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small> | Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500. | <small>OMB No. 1210-0110</small> 2024 This Form is Open to Public Inspection. |
|--|---|---|

For calendar plan year 2024 or fiscal plan year beginning **01/01/2024** and ending **12/31/2024**

| | | |
|--|--|------------|
| A Name of plan TOTAL INDUSTRIES | B Three-digit plan number (PN) | 001 |
| C Plan sponsor's name as shown on line 2a of Form 5500 TOTAL INDUSTRIES | D Employer Identification Number (EIN) 94-3262562 | |

| | |
|---------------|----------------------|
| 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): <u>04-6568107</u> | | |
| 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)? | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> 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?..... | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> 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? | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> N/A |

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

| | | | | |
|--|-----------------------------------|-----------------------------------|-------------------------------|-----------------------------|
| 9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... | <input type="checkbox"/> Increase | <input type="checkbox"/> Decrease | <input type="checkbox"/> Both | <input type="checkbox"/> 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? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 11 a Does the ESOP hold any preferred stock? | <input type="checkbox"/> Yes | <input type="checkbox"/> 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.) | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 12 Does the ESOP hold any stock that is not readily tradable on an established securities market? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

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

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

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

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

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

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

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

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

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

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

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

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

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

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

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

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

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

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

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

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

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

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

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

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

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

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

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

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

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

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

| | | |
|---|------------|--|
| a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: <input type="checkbox"/> last contributing employer <input type="checkbox"/> alternative <input type="checkbox"/> reasonable approximation (see instructions for required attachment)..... | 14a | |
| b The plan year immediately preceding the current plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)..... | 14b | |
| c The second preceding plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)..... | 14c | |

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

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

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

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

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

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

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

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

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

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

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

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

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

Part VII IRS Compliance Questions

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

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

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter 06 / 30 / 2020 (MM/DD/YYYY) and the Opinion Letter serial number Q702438A.

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)
(FKA TOYOTA MATERIAL HANDLING 401(K) PLAN)**

**INDEPENDENT AUDITORS' REPORT,
FINANCIAL STATEMENTS, AND
SUPPLEMENTAL SCHEDULES**

December 31, 2024

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

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**LAVINE, LOFGREN, MORRIS
& ENGELBERG, LLP**

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INDEPENDENT AUDITORS' REPORT

To the Administrative Committee
Total Industries
(a 401(k) and Profit-Sharing Plan)
Livermore, California

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

We have performed audits of the accompanying financial statements of Total Industries (a 401(k) and profit-sharing plan) (the "Plan" or "Total Industries Plan") (fka Toyota Material Handling 401(k) 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) (an "ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2024, and the related notes to the financial statements.

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

Management has obtained certifications from a qualified institution as of December 31, 2024 and 2023, and for the year ended December 31, 2024, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the 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 ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Total Industries 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 Total Industries Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Total Industries 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 Total Industries 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Other Matter – Supplemental Schedules Required by ERISA

The supplemental schedules (Schedule H, Part IV, Line 4a for the year ended December 31, 2024 and Schedule H, Part IV, Line 4i as of December 31, 2024), are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental 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 GAAS. 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 DOL'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 DOL'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).

Larvine, Lofgren, Morris & Engelberg, LLP

La Jolla, California
October 8, 2025

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

**Statements of Net Assets Available for Benefits
As of December 31, 2024 and 2023**

| | <u>2024</u> | <u>2023</u> |
|------------------------------------|-----------------------------|-----------------------------|
| ASSETS | | |
| Investments, at fair value | \$ 19,827,257 | \$ 17,640,356 |
| Receivables: | | |
| Notes receivable from participants | <u>379,899</u> | <u>270,821</u> |
| Total receivables | <u>379,899</u> | <u>270,821</u> |
| Total assets | 20,207,156 | 17,911,177 |
| LIABILITIES | <u>-</u> | <u>-</u> |
| NET ASSETS AVAILABLE FOR BENEFITS | <u><u>\$ 20,207,156</u></u> | <u><u>\$ 17,911,177</u></u> |

See accompanying notes to financial statements.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2024

Additions to net assets attributed to:

Investment income:

| | |
|--|--------------|
| Net realized and unrealized appreciation in fair value of mutual funds | \$ 1,718,893 |
| Dividend income from mutual funds | 766,622 |
| Interest income on money market account | 40,423 |

Net investment income 2,525,938

Contributions:

| | |
|---------------------------------|-----------|
| Participant - current | 1,649,724 |
| Participant - rollovers | 243,663 |
| Employer - safe harbor matching | 741,370 |

Total contributions 2,634,757

Interest income on notes receivable from participants 24,559

Total additions 5,185,254

Deductions from net assets attributed to:

| | |
|-------------------------------|-----------|
| Benefits paid to participants | 2,876,441 |
| Administrative expenses | 12,834 |

Total deductions 2,889,275

Net increase 2,295,979

Net assets available for benefits:

Beginning of year 17,911,177

End of year \$ 20,207,156

See accompanying notes to financial statements.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN

Total Industries (a 401(k) and profit-sharing plan) (the "Plan" or "Total Industries Plan") (fka Toyota Material Handling 401(k) Plan) is sponsored by Total Industries (the "Company") (fka RJMS Corporation dba Toyota Material Handling California). The following description of the Plan, as amended and restated, provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General

The Plan, which became effective on August 1, 1997, is a defined contribution plan covering all eligible employees of the Company. The Plan's trustee and custodian is Fidelity Management Trust Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") and the Internal Revenue Code (the "Code").

Eligibility

Employees of the Company who have attained age 18 are eligible to participate in the Plan. Leased employees and employees covered by another retirement plan to which the Company is required to contribute are generally ineligible to participate in the Plan.

Participant Contributions

Each payroll period, eligible employees may elect to defer up to 90% of their pre-tax annual compensation, as defined by the Plan, or they may designate salary deferrals as "Roth" contributions. In addition, participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified sources. Participants direct their contributions into various investment options offered by the Plan. All participant contributions are subject to limitations imposed by the Internal Revenue Code ("IRC").

Newly eligible employees, except those who affirmatively elect to not participate or who choose to contribute a specified amount to the Plan, automatically have 6% of their compensation deferred into the Plan. Additionally, the initial automatic deferral amount increases by 1% up to a maximum contribution rate of 15%, each year on April 1st, subject to the employee having participated for the 6 months preceding April 1st in the first year an automatic increase would be applicable.

Employer Contributions

The Company makes safe harbor employer matching contributions equal to 100% of the first 3% of employee deferral contributions plus 50% of the next 2% of employee deferral contributions.

The Plan also allows qualified matching and nonelective (profit-sharing) employer contributions, which may be subject to additional eligibility requirements from those described above. The Company did not make any such contributions for 2024.

Effective January 1, 2024, the matching period for purposes of all employer matching contributions was changed from the Plan year to each payroll period.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements
For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN (Continued)

Vesting

Participants are immediately vested in their contributions, employer safe harbor matching contributions, and any employer qualified matching contributions, as well as actual earnings thereon. Vesting in any discretionary matching contributions and employer qualified nonelective contributions is based on years of credited service, as defined in the Plan, according to the following schedule:

| <u>Years of Service</u> | <u>Vested Percentage</u> |
|-------------------------|--------------------------|
| Less than 1 | 0% |
| 1 | 20% |
| 2 | 40% |
| 3 | 60% |
| 4 | 80% |
| 5 or more | 100% |

Investment Options

Upon enrollment in the Plan, participants may direct their contributions, and any employer contributions, in any of the Plan's investment options. Subsequently, participants may change their allocation and transfer account balances between investment options in accordance with Plan provisions.

Participant Accounts

Each participant's account is credited with contributions, allocations of investment earnings or losses, and is charged with administrative expenses where applicable. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow against their accounts a minimum of \$1,000 up to a maximum generally equal to the lesser of \$50,000 or 50% of their vested interests in their account balances. Such loans are required to be repaid within 5 years unless the loan is to be used to acquire the principal residence of the participant. Loans are secured by the participants' vested interests in their account balances. The loans bear interest at a reasonable rate as determined by the Plan administrator. As of December 31, 2024, the interest rate on outstanding loans ranged from 4.25% to 9.50%. Principal and interest are paid regularly through payroll deductions.

Payment of Benefits

Upon disability, death, termination, retirement, attaining age 59½, and/or hardship, participants may elect to receive a distribution of their account (as defined) in lump sum or installment payments.

Pursuant to the Setting Every Community Up for Retirement Enhancement Act of 2019 (the "SECURE" Act), which became law on December 20, 2019, and the SECURE 2.0 Act of 2022 (the "SECURE 2.0 Act"), which became law on December 29, 2022, participants may defer taking distributions as follows:

- If a participant reached the age of 70½ in 2019, the participant may defer receiving distributions until the later of April 1, 2020, or the April following the calendar year in which the participant retires;

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN (Continued)

Payment of Benefits (Continued)

- If a participant reached the age of 70½ in 2020 or later, the participant may defer receiving distributions until the later of the April following the calendar year in which the participant reaches age 72 or retires, except that –
- Beginning in 2023, the age a participant must begin taking distributions was raised to 73. If a participant reaches the age of 72 during 2023, the participant may defer receiving distributions until April 1, 2025, the latest date that a required minimum distribution may be taken for 2024.

Also, at its discretion, the Plan may elect to distribute vested account balances of less than \$5,000. As permitted under the SECURE 2.0 Act, in May 2024 the threshold was increased to \$7,000. Distributions in excess of \$1,000 made without a participant's consent will be rolled into an individual retirement account.

The Plan also permits hardship withdrawals, subject to the following: (1) a participant will not be required to obtain a plan loan before requesting a hardship withdrawal, (2) a participant's deferral contributions will not be suspended after receipt of a hardship withdrawal, and (3) earnings on elective deferral contributions in a participant's account will be eligible for hardship withdrawal purposes.

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 terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

Forfeitures

If a participant terminates employment with the Company before becoming fully vested, the unvested portion of employer contributions and related earnings are forfeited. Forfeitures of unvested employer contributions and related earnings are transferred from the terminated participant's account to a forfeiture account. Forfeitures of unvested employer contributions may be used to pay administrative expenses and reduce employer contributions to the Plan. During 2024, \$5,234 was added to the forfeiture account, including \$584 of investment income and \$28 of other income, and \$53 was deducted from the forfeiture account which was utilized towards fees. As of December 31, 2024 and 2023, forfeited amounts totaled \$13,368 and \$8,187, respectively.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are presented on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

**Notes to Financial Statements
For the Year Ended December 31, 2024**

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition

Investments are stated at fair value. Fair value is defined as 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. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded when earned. Dividends are recorded on the ex-dividend date. Net realized and unrealized appreciation or depreciation in fair value of mutual funds includes the Plan's gains and losses on mutual funds bought and sold as well as held during the year.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires Plan management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain of the Plan's administrative expenses, such as custodian/trustee, accounting, and legal expenses, are paid by the Company. Certain distribution and loan fees are paid by the related participants. All of the aforementioned expenses are expensed when incurred.

Notes Receivable from Participants (Participant Loans)

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded when earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2024 or 2023. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Subsequent Events

The Plan has evaluated subsequent events through the date of the independent auditors' report, which is the date these financial statements were available to be issued (Note 11).

NOTE 3. INFORMATION CERTIFIED BY THE CUSTODIAN/TRUSTEE

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and the ERISA-required supplemental schedule (Schedule H, Part IV, Line 4i), including investments and notes receivable from participants held at December 31, 2024 and 2023, and net appreciation or depreciation in fair value of investments and dividend and interest income, including interest on notes receivable from participants, for the year ended December 31, 2024, was obtained by management and agreed to or derived from information certified as complete and accurate by Fidelity Management Trust Company, the custodian/trustee of the Plan.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 4. FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements and Disclosures*, provides the 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 lowest priority to unobservable inputs (Level 3 measurements).

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

Level 1

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

Level 2

Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:

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

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

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement for the asset or liability at the measurement date. These inputs reflect Plan management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and in the inputs to the model.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. The following is a description of the valuation methodologies used for assets measured at fair value at December 31, 2024 and 2023. There have been no changes in the methodologies used at December 31, 2024 and 2023.

Mutual funds (including money market account): Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The money market and mutual funds held by the Plan are deemed to be actively traded.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 4. FAIR VALUE MEASUREMENTS (Continued)

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

The following tables set forth by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2024 and 2023:

| | December 31, 2024 | | | |
|--|--------------------------|----------------|----------------|----------------------|
| | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> | <u>Total</u> |
| Mutual funds, including money market account | \$ 19,827,257 | \$ - | \$ - | \$ 19,827,257 |
| Total investments at fair value | <u>\$ 19,827,257</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 19,827,257</u> |
| | December 31, 2023 | | | |
| | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> | <u>Total</u> |
| Mutual funds, including money market account | \$ 17,640,356 | \$ - | \$ - | \$ 17,640,356 |
| Total investments at fair value | <u>\$ 17,640,356</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 17,640,356</u> |

NOTE 5. INCOME TAX STATUS

The Company has adopted a pre-approved defined contribution plan and relies upon the opinion letter from the Internal Revenue Service ("IRS"), which stated that, in its opinion, the pre-approved plan and related trust are designed in accordance with applicable sections of the Code. The Company has not applied for a determination letter from the IRS specific to the Plan. Although the Plan has been amended since receiving the opinion letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the accompanying financial statements.

U.S. GAAP requires Plan management to evaluate positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the applicable taxing authorities. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2024, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2021.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 6. PARTY-IN-INTEREST AND RELATED PARTY TRANSACTIONS

Certain of the Plan's operating expenses are paid by the Company. The Company also provides administrative services for the Plan at no cost to the Plan. Certain investments are managed by the custodian/trustee of the Plan. These transactions qualify as exempt party-in-interest transactions.

NOTE 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risk. 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 participant account balances and the amounts reported in the statements of net assets available for benefits.

NOTE 8. OPERATIONAL FAILURES

During 2023, the Company identified operational failures relating to the inclusion of certain types of excluded Plan compensation and miscalculation of the discretionary employer match and safe harbor employer match, which resulted in incorrect deferral contributions in 2021 and incorrect matching contributions during 2021 and 2022. The Company and the Plan administrator are in the process of determining the participants affected and intend on taking corrective action as necessary under the IRS Employee Plans Compliance Resolution System's Self-Correction Program.

During 2024, the Company identified operational failures relating to the improper exclusion of certain types of Plan compensation for safe harbor employer matching contribution purposes resulting in incorrect safe harbor matching contributions during 2023. The Company and the Plan administrator are in the process of determining the participants affected and intend on taking corrective action as necessary under the IRS Employee Plans Compliance Resolution System's Self-Correction Program.

Based on the actions intended to be taken, Plan management and the Company believe the aforementioned operational failures will not cause the Plan to be disqualified by the IRS and that the self-corrective actions will allow the Plan to be in compliance with the Plan documents and ERISA. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

NOTE 9. DELINQUENT REMITTANCES

The Company identified one instance in 2023 where amounts withheld from employees totaling \$72,521 were not forwarded to the custodian/trustee within the reasonableness timeframe established by the DOL. The Company remitted the amounts withheld during 2023 and is in the process of calculating lost earnings related to the delinquent remittances and intends on remitting such amounts to the Plan.

The Company also identified one instance in 2024 where amounts withheld from employees totaling \$1,799 were not forwarded to the custodian/trustee within the reasonableness timeframe established by the DOL. The Company remitted the amounts withheld during 2024 and is in the process of calculating lost earnings related to the delinquent remittances and intends on remitting such amounts to the Plan.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 9. DELINQUENT REMITTANCES (Continued)

Based on such actions, Plan management and the Company believe the delinquent remittances will not cause the Plan to be disqualified by the IRS and that the self-corrective actions will allow the Plan to be in compliance with the Plan documents and ERISA. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

NOTE 10. SECURE 2.0 Act

On December 29, 2022, the SECURE 2.0 Act became law. The purpose of the legislation is to expand access to retirement plans and to help working Americans increase their retirement savings. In addition to the changes to required minimum distributions and automatic rollover provisions described in Note 1, the SECURE 2.0 Act includes various required and optional provisions that will become effective between 2023 and 2033, certain of which are described below:

- Beginning January 1, 2025, a participant from the ages 60 to 63 can elect catch-up contributions up to the limit of the greater of \$10,000 or 150% of the catch-up contribution limit imposed by the IRS.
- Beginning January 1, 2025, long-term part-time workers (defined as employees who have worked for two consecutive 12 month periods during each of which they have at least 500 hours of service) will become eligible to enroll in their employer's retirement plan after two years.
- Beginning January 1, 2026, catch-up contributions will be made on a Roth basis, unless the participant earns \$145,000 or less.

Plan management has not yet determined which of the optional provisions, if any, the Plan will implement. Plan management expects to formally amend the Plan by December 31, 2026.

NOTE 11. SUBSEQUENT EVENTS

Effective August 1, 2025, the Plan was amended such that participants with outstanding loan balances at the time of their termination are not required to repay the outstanding loan and accrued interest balance immediately; rather they can continue making scheduled repayments as outlined by the Plan. Notwithstanding, in the event of a participant's death, any outstanding loan and accrued interest would be immediately due and payable.

Effective August 12, 2025, the Plan was amended to remove safe harbor employer matching contributions and provide for discretionary employer matching contributions.

SUPPLEMENTAL SCHEDULES

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

Attachment for Form 5500, Schedule H, Part IV, Line 4a –
Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2024

EIN:94-3262562
Plan Number: 001

| Participant Contributions Transferred Late to the Plan | | | <u>Total That Constitute Nonexempt Prohibited Transactions</u> | | | |
|---|---------------|---------------|--|--|---|-------------|
| | | | Contributions Corrected Outside Voluntary Fiduciary Correction Program | Contributions Pending Correction in Voluntary Fiduciary Correction Program | Total Fully Corrected Under Voluntary Fiduciary Correction Program and Prohibited Transaction Exemption 2002-51 | |
| Check Here if Late Participant Loan Repayments Are Included <input checked="" type="checkbox"/> | Date Withheld | Date Remitted | Contributions Not Corrected | | | |
| \$ 72,521 | 11/16/23 | 12/01/23 * | \$ 72,521 | \$ - | \$ - | \$ - |
| 1,799 | 04/04/24 | 04/16/24 * | 1,799 | - | - | - |
| <u>\$ 74,320</u> | | | <u>\$ 74,320</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |

* Delinquent contributions were made on "Date Remitted" as indicated above. Lost earnings have not yet been remitted.

See accompanying independent auditors' report.

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

**Attachment for Form 5500, Schedule H, Part IV, Line 4i –
Schedule of Assets Held for Investment Purposes at End of Year
As of December 31, 2024**

**EIN: 94-3262562
Plan Number: 001**

| (a) | (b) | (c) | (d) | (e) |
|--|--|---------------------|----------------------|-----|
| Identity of issue, borrower, lessor, or similar party | Description of investment including maturity date, rate of interest, collateral, par or maturity value | Cost ⁽¹⁾ | Current value | |
| American Funds 2040 Target Date Retirement Fund | Mutual Fund | - | \$ 2,917,738 | |
| iShares S&P 500 Index Fund | Mutual Fund | - | 1,744,714 | |
| JPMorgan US Equity Fund | Mutual Fund | - | 1,532,213 | |
| American Funds 2030 Target Date Retirement Fund | Mutual Fund | - | 1,463,334 | |
| Dodge & Cox Income Fund | Mutual Fund | - | 1,239,297 | |
| American Funds 2050 Target Date Retirement Fund | Mutual Fund | - | 1,158,728 | |
| JPMorgan Large Cap Growth Fund | Mutual Fund | - | 912,979 | |
| * Fidelity Government Money Market Fund | Money Market Account | - | 711,732 | |
| JPMorgan Equity Income Fund | Mutual Fund | - | 709,529 | |
| American Funds 2025 Target Date Retirement Fund | Mutual Fund | - | 685,719 | |
| MFS Midcap Value Fund | Mutual Fund | - | 674,559 | |
| American Funds 2060 Target Date Retirement Fund | Mutual Fund | - | 592,380 | |
| American Funds 2020 Target Date Retirement Fund | Mutual Fund | - | 547,251 | |
| MFS International Growth Fund | Mutual Fund | - | 546,873 | |
| American Funds 2015 Target Date Retirement Fund | Mutual Fund | - | 498,617 | |
| AB Large Cap Growth Fund | Mutual Fund | - | 494,188 | |
| American Funds SMALLCAP World Fund | Mutual Fund | - | 434,938 | |
| Western Asset Short-Term Bond Fund | Mutual Fund | - | 422,615 | |
| American Funds 2035 Target Date Retirement Fund | Mutual Fund | - | 410,385 | |
| American Funds 2045 Target Date Retirement Fund | Mutual Fund | - | 397,762 | |
| JPMorgan Mid Cap Growth Fund | Mutual Fund | - | 375,017 | |
| American Funds New World Fund | Mutual Fund | - | 344,865 | |
| American Funds 2055 Target Date Retirement Fund | Mutual Fund | - | 311,143 | |
| Loomis Sayles Global Allocation Fund | Mutual Fund | - | 271,207 | |
| iShares Russell 2000 Small-Cap Index Fund | Mutual Fund | - | 164,788 | |
| Putnam Small Cap Growth Fund | Mutual Fund | - | 84,801 | |
| Dodge & Cox International Stock Fund | Mutual Fund | - | 75,192 | |
| * Fidelity Small Cap Value Fund | Mutual Fund | - | 61,495 | |
| Columbia Mid Cap Index Fund | Mutual Fund | - | 40,180 | |
| American Funds 2010 Target Date Retirement Fund | Mutual Fund | - | 3,018 | |
| * Participant Loans | Interest rates from 4.25 to 9.50%; maturity dates vary | - 0 - | 379,899 | |
| Total | | | <u>\$ 20,207,156</u> | |

* Represents a party-in-interest.

(1) In accordance with Form 5500 instructions, cost information with respect to participant or beneficiary directed investments under an individual account plan may be omitted.

See accompanying independent auditors' report.

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)
(FKA TOYOTA MATERIAL HANDLING 401(K) PLAN)**

**INDEPENDENT AUDITORS' REPORT,
FINANCIAL STATEMENTS, AND
SUPPLEMENTAL SCHEDULES**

December 31, 2024

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

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**LAVINE, LOFGREN, MORRIS
& ENGELBERG, LLP**

**CERTIFIED
PUBLIC
ACCOUNTANTS**

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INDEPENDENT AUDITORS' REPORT

To the Administrative Committee
Total Industries
(a 401(k) and Profit-Sharing Plan)
Livermore, California

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

We have performed audits of the accompanying financial statements of Total Industries (a 401(k) and profit-sharing plan) (the "Plan" or "Total Industries Plan") (fka Toyota Material Handling 401(k) 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) (an "ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2024, and the related notes to the financial statements.

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

Management has obtained certifications from a qualified institution as of December 31, 2024 and 2023, and for the year ended December 31, 2024, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the 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 ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Total Industries 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 Total Industries Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Total Industries 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 Total Industries 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Other Matter – Supplemental Schedules Required by ERISA

The supplemental schedules (Schedule H, Part IV, Line 4a for the year ended December 31, 2024 and Schedule H, Part IV, Line 4i as of December 31, 2024), are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental 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 GAAS. 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 DOL'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 DOL'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).

Larvine, Lofgren, Morris & Engelberg, LLP

La Jolla, California
October 8, 2025

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

**Statements of Net Assets Available for Benefits
As of December 31, 2024 and 2023**

| | <u>2024</u> | <u>2023</u> |
|------------------------------------|-----------------------------|-----------------------------|
| ASSETS | | |
| Investments, at fair value | \$ 19,827,257 | \$ 17,640,356 |
| Receivables: | | |
| Notes receivable from participants | <u>379,899</u> | <u>270,821</u> |
| Total receivables | <u>379,899</u> | <u>270,821</u> |
| Total assets | 20,207,156 | 17,911,177 |
| LIABILITIES | <u>-</u> | <u>-</u> |
| NET ASSETS AVAILABLE FOR BENEFITS | <u><u>\$ 20,207,156</u></u> | <u><u>\$ 17,911,177</u></u> |

See accompanying notes to financial statements.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2024

Additions to net assets attributed to:

Investment income:

| | |
|--|--------------|
| Net realized and unrealized appreciation in fair value of mutual funds | \$ 1,718,893 |
| Dividend income from mutual funds | 766,622 |
| Interest income on money market account | 40,423 |

Net investment income 2,525,938

Contributions:

| | |
|---------------------------------|-----------|
| Participant - current | 1,649,724 |
| Participant - rollovers | 243,663 |
| Employer - safe harbor matching | 741,370 |

Total contributions 2,634,757

Interest income on notes receivable from participants 24,559

Total additions 5,185,254

Deductions from net assets attributed to:

| | |
|-------------------------------|-----------|
| Benefits paid to participants | 2,876,441 |
| Administrative expenses | 12,834 |

Total deductions 2,889,275

Net increase 2,295,979

Net assets available for benefits:

Beginning of year 17,911,177

End of year \$ 20,207,156

See accompanying notes to financial statements.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN

Total Industries (a 401(k) and profit-sharing plan) (the "Plan" or "Total Industries Plan") (fka Toyota Material Handling 401(k) Plan) is sponsored by Total Industries (the "Company") (fka RJMS Corporation dba Toyota Material Handling California). The following description of the Plan, as amended and restated, provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General

The Plan, which became effective on August 1, 1997, is a defined contribution plan covering all eligible employees of the Company. The Plan's trustee and custodian is Fidelity Management Trust Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") and the Internal Revenue Code (the "Code").

Eligibility

Employees of the Company who have attained age 18 are eligible to participate in the Plan. Leased employees and employees covered by another retirement plan to which the Company is required to contribute are generally ineligible to participate in the Plan.

Participant Contributions

Each payroll period, eligible employees may elect to defer up to 90% of their pre-tax annual compensation, as defined by the Plan, or they may designate salary deferrals as "Roth" contributions. In addition, participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified sources. Participants direct their contributions into various investment options offered by the Plan. All participant contributions are subject to limitations imposed by the Internal Revenue Code ("IRC").

Newly eligible employees, except those who affirmatively elect to not participate or who choose to contribute a specified amount to the Plan, automatically have 6% of their compensation deferred into the Plan. Additionally, the initial automatic deferral amount increases by 1% up to a maximum contribution rate of 15%, each year on April 1st, subject to the employee having participated for the 6 months preceding April 1st in the first year an automatic increase would be applicable.

Employer Contributions

The Company makes safe harbor employer matching contributions equal to 100% of the first 3% of employee deferral contributions plus 50% of the next 2% of employee deferral contributions.

The Plan also allows qualified matching and nonelective (profit-sharing) employer contributions, which may be subject to additional eligibility requirements from those described above. The Company did not make any such contributions for 2024.

Effective January 1, 2024, the matching period for purposes of all employer matching contributions was changed from the Plan year to each payroll period.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements
For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN (Continued)

Vesting

Participants are immediately vested in their contributions, employer safe harbor matching contributions, and any employer qualified matching contributions, as well as actual earnings thereon. Vesting in any discretionary matching contributions and employer qualified nonelective contributions is based on years of credited service, as defined in the Plan, according to the following schedule:

| <u>Years of Service</u> | <u>Vested Percentage</u> |
|-------------------------|--------------------------|
| Less than 1 | 0% |
| 1 | 20% |
| 2 | 40% |
| 3 | 60% |
| 4 | 80% |
| 5 or more | 100% |

Investment Options

Upon enrollment in the Plan, participants may direct their contributions, and any employer contributions, in any of the Plan's investment options. Subsequently, participants may change their allocation and transfer account balances between investment options in accordance with Plan provisions.

Participant Accounts

Each participant's account is credited with contributions, allocations of investment earnings or losses, and is charged with administrative expenses where applicable. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow against their accounts a minimum of \$1,000 up to a maximum generally equal to the lesser of \$50,000 or 50% of their vested interests in their account balances. Such loans are required to be repaid within 5 years unless the loan is to be used to acquire the principal residence of the participant. Loans are secured by the participants' vested interests in their account balances. The loans bear interest at a reasonable rate as determined by the Plan administrator. As of December 31, 2024, the interest rate on outstanding loans ranged from 4.25% to 9.50%. Principal and interest are paid regularly through payroll deductions.

Payment of Benefits

Upon disability, death, termination, retirement, attaining age 59½, and/or hardship, participants may elect to receive a distribution of their account (as defined) in lump sum or installment payments.

Pursuant to the Setting Every Community Up for Retirement Enhancement Act of 2019 (the "SECURE" Act), which became law on December 20, 2019, and the SECURE 2.0 Act of 2022 (the "SECURE 2.0 Act"), which became law on December 29, 2022, participants may defer taking distributions as follows:

- If a participant reached the age of 70½ in 2019, the participant may defer receiving distributions until the later of April 1, 2020, or the April following the calendar year in which the participant retires;

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN (Continued)

Payment of Benefits (Continued)

- If a participant reached the age of 70½ in 2020 or later, the participant may defer receiving distributions until the later of the April following the calendar year in which the participant reaches age 72 or retires, except that –
- Beginning in 2023, the age a participant must begin taking distributions was raised to 73. If a participant reaches the age of 72 during 2023, the participant may defer receiving distributions until April 1, 2025, the latest date that a required minimum distribution may be taken for 2024.

Also, at its discretion, the Plan may elect to distribute vested account balances of less than \$5,000. As permitted under the SECURE 2.0 Act, in May 2024 the threshold was increased to \$7,000. Distributions in excess of \$1,000 made without a participant's consent will be rolled into an individual retirement account.

The Plan also permits hardship withdrawals, subject to the following: (1) a participant will not be required to obtain a plan loan before requesting a hardship withdrawal, (2) a participant's deferral contributions will not be suspended after receipt of a hardship withdrawal, and (3) earnings on elective deferral contributions in a participant's account will be eligible for hardship withdrawal purposes.

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 terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

Forfeitures

If a participant terminates employment with the Company before becoming fully vested, the unvested portion of employer contributions and related earnings are forfeited. Forfeitures of unvested employer contributions and related earnings are transferred from the terminated participant's account to a forfeiture account. Forfeitures of unvested employer contributions may be used to pay administrative expenses and reduce employer contributions to the Plan. During 2024, \$5,234 was added to the forfeiture account, including \$584 of investment income and \$28 of other income, and \$53 was deducted from the forfeiture account which was utilized towards fees. As of December 31, 2024 and 2023, forfeited amounts totaled \$13,368 and \$8,187, respectively.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are presented on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition

Investments are stated at fair value. Fair value is defined as 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. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded when earned. Dividends are recorded on the ex-dividend date. Net realized and unrealized appreciation or depreciation in fair value of mutual funds includes the Plan's gains and losses on mutual funds bought and sold as well as held during the year.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires Plan management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain of the Plan's administrative expenses, such as custodian/trustee, accounting, and legal expenses, are paid by the Company. Certain distribution and loan fees are paid by the related participants. All of the aforementioned expenses are expensed when incurred.

Notes Receivable from Participants (Participant Loans)

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded when earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2024 or 2023. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Subsequent Events

The Plan has evaluated subsequent events through the date of the independent auditors' report, which is the date these financial statements were available to be issued (Note 11).

NOTE 3. INFORMATION CERTIFIED BY THE CUSTODIAN/TRUSTEE

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and the ERISA-required supplemental schedule (Schedule H, Part IV, Line 4i), including investments and notes receivable from participants held at December 31, 2024 and 2023, and net appreciation or depreciation in fair value of investments and dividend and interest income, including interest on notes receivable from participants, for the year ended December 31, 2024, was obtained by management and agreed to or derived from information certified as complete and accurate by Fidelity Management Trust Company, the custodian/trustee of the Plan.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 4. FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements and Disclosures*, provides the 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 lowest priority to unobservable inputs (Level 3 measurements).

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

Level 1

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

Level 2

Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:

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

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

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement for the asset or liability at the measurement date. These inputs reflect Plan management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and in the inputs to the model.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. The following is a description of the valuation methodologies used for assets measured at fair value at December 31, 2024 and 2023. There have been no changes in the methodologies used at December 31, 2024 and 2023.

Mutual funds (including money market account): Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The money market and mutual funds held by the Plan are deemed to be actively traded.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 4. FAIR VALUE MEASUREMENTS (Continued)

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

The following tables set forth by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2024 and 2023:

| | December 31, 2024 | | | |
|--|--------------------------|----------------|----------------|----------------------|
| | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> | <u>Total</u> |
| Mutual funds, including money market account | \$ 19,827,257 | \$ - | \$ - | \$ 19,827,257 |
| Total investments at fair value | <u>\$ 19,827,257</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 19,827,257</u> |
| | December 31, 2023 | | | |
| | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> | <u>Total</u> |
| Mutual funds, including money market account | \$ 17,640,356 | \$ - | \$ - | \$ 17,640,356 |
| Total investments at fair value | <u>\$ 17,640,356</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 17,640,356</u> |

NOTE 5. INCOME TAX STATUS

The Company has adopted a pre-approved defined contribution plan and relies upon the opinion letter from the Internal Revenue Service ("IRS"), which stated that, in its opinion, the pre-approved plan and related trust are designed in accordance with applicable sections of the Code. The Company has not applied for a determination letter from the IRS specific to the Plan. Although the Plan has been amended since receiving the opinion letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the accompanying financial statements.

U.S. GAAP requires Plan management to evaluate positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the applicable taxing authorities. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2024, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2021.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 6. PARTY-IN-INTEREST AND RELATED PARTY TRANSACTIONS

Certain of the Plan's operating expenses are paid by the Company. The Company also provides administrative services for the Plan at no cost to the Plan. Certain investments are managed by the custodian/trustee of the Plan. These transactions qualify as exempt party-in-interest transactions.

NOTE 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risk. 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 participant account balances and the amounts reported in the statements of net assets available for benefits.

NOTE 8. OPERATIONAL FAILURES

During 2023, the Company identified operational failures relating to the inclusion of certain types of excluded Plan compensation and miscalculation of the discretionary employer match and safe harbor employer match, which resulted in incorrect deferral contributions in 2021 and incorrect matching contributions during 2021 and 2022. The Company and the Plan administrator are in the process of determining the participants affected and intend on taking corrective action as necessary under the IRS Employee Plans Compliance Resolution System's Self-Correction Program.

During 2024, the Company identified operational failures relating to the improper exclusion of certain types of Plan compensation for safe harbor employer matching contribution purposes resulting in incorrect safe harbor matching contributions during 2023. The Company and the Plan administrator are in the process of determining the participants affected and intend on taking corrective action as necessary under the IRS Employee Plans Compliance Resolution System's Self-Correction Program.

Based on the actions intended to be taken, Plan management and the Company believe the aforementioned operational failures will not cause the Plan to be disqualified by the IRS and that the self-corrective actions will allow the Plan to be in compliance with the Plan documents and ERISA. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

NOTE 9. DELINQUENT REMITTANCES

The Company identified one instance in 2023 where amounts withheld from employees totaling \$72,521 were not forwarded to the custodian/trustee within the reasonableness timeframe established by the DOL. The Company remitted the amounts withheld during 2023 and is in the process of calculating lost earnings related to the delinquent remittances and intends on remitting such amounts to the Plan.

The Company also identified one instance in 2024 where amounts withheld from employees totaling \$1,799 were not forwarded to the custodian/trustee within the reasonableness timeframe established by the DOL. The Company remitted the amounts withheld during 2024 and is in the process of calculating lost earnings related to the delinquent remittances and intends on remitting such amounts to the Plan.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 9. DELINQUENT REMITTANCES (Continued)

Based on such actions, Plan management and the Company believe the delinquent remittances will not cause the Plan to be disqualified by the IRS and that the self-corrective actions will allow the Plan to be in compliance with the Plan documents and ERISA. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

NOTE 10. SECURE 2.0 Act

On December 29, 2022, the SECURE 2.0 Act became law. The purpose of the legislation is to expand access to retirement plans and to help working Americans increase their retirement savings. In addition to the changes to required minimum distributions and automatic rollover provisions described in Note 1, the SECURE 2.0 Act includes various required and optional provisions that will become effective between 2023 and 2033, certain of which are described below:

- Beginning January 1, 2025, a participant from the ages 60 to 63 can elect catch-up contributions up to the limit of the greater of \$10,000 or 150% of the catch-up contribution limit imposed by the IRS.
- Beginning January 1, 2025, long-term part-time workers (defined as employees who have worked for two consecutive 12 month periods during each of which they have at least 500 hours of service) will become eligible to enroll in their employer's retirement plan after two years.
- Beginning January 1, 2026, catch-up contributions will be made on a Roth basis, unless the participant earns \$145,000 or less.

Plan management has not yet determined which of the optional provisions, if any, the Plan will implement. Plan management expects to formally amend the Plan by December 31, 2026.

NOTE 11. SUBSEQUENT EVENTS

Effective August 1, 2025, the Plan was amended such that participants with outstanding loan balances at the time of their termination are not required to repay the outstanding loan and accrued interest balance immediately; rather they can continue making scheduled repayments as outlined by the Plan. Notwithstanding, in the event of a participant's death, any outstanding loan and accrued interest would be immediately due and payable.

Effective August 12, 2025, the Plan was amended to remove safe harbor employer matching contributions and provide for discretionary employer matching contributions.

SUPPLEMENTAL SCHEDULES

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

Attachment for Form 5500, Schedule H, Part IV, Line 4a –
Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2024

EIN:94-3262562
Plan Number: 001

| Participant Contributions Transferred Late to the Plan | | | <u>Total That Constitute Nonexempt Prohibited Transactions</u> | | | |
|---|---------------|---------------|--|--|---|-------------|
| | | | Contributions Corrected Outside Voluntary Fiduciary Correction Program | Contributions Pending Correction in Voluntary Fiduciary Correction Program | Total Fully Corrected Under Voluntary Fiduciary Correction Program and Prohibited Transaction Exemption 2002-51 | |
| Check Here if Late Participant Loan Repayments Are Included <input checked="" type="checkbox"/> | Date Withheld | Date Remitted | Contributions Not Corrected | | | |
| \$ 72,521 | 11/16/23 | 12/01/23 * | \$ 72,521 | \$ - | \$ - | \$ - |
| 1,799 | 04/04/24 | 04/16/24 * | 1,799 | - | - | - |
| <u>\$ 74,320</u> | | | <u>\$ 74,320</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |

* Delinquent contributions were made on "Date Remitted" as indicated above. Lost earnings have not yet been remitted.

See accompanying independent auditors' report.

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

**Attachment for Form 5500, Schedule H, Part IV, Line 4i –
Schedule of Assets Held for Investment Purposes at End of Year
As of December 31, 2024**

**EIN: 94-3262562
Plan Number: 001**

| (a) | (b) | (c) | (d) | (e) |
|--|---|--|---------------------|----------------------|
| Identity of issue, borrower, lessor, or similar party | | Description of investment including maturity date, rate of interest, collateral, par or maturity value | Cost ⁽¹⁾ | Current value |
| | American Funds 2040 Target Date Retirement Fund | Mutual Fund | - | \$ 2,917,738 |
| | iShares S&P 500 Index Fund | Mutual Fund | - | 1,744,714 |
| | JPMorgan US Equity Fund | Mutual Fund | - | 1,532,213 |
| | American Funds 2030 Target Date Retirement Fund | Mutual Fund | - | 1,463,334 |
| | Dodge & Cox Income Fund | Mutual Fund | - | 1,239,297 |
| | American Funds 2050 Target Date Retirement Fund | Mutual Fund | - | 1,158,728 |
| | JPMorgan Large Cap Growth Fund | Mutual Fund | - | 912,979 |
| * | Fidelity Government Money Market Fund | Money Market Account | - | 711,732 |
| | JPMorgan Equity Income Fund | Mutual Fund | - | 709,529 |
| | American Funds 2025 Target Date Retirement Fund | Mutual Fund | - | 685,719 |
| | MFS Midcap Value Fund | Mutual Fund | - | 674,559 |
| | American Funds 2060 Target Date Retirement Fund | Mutual Fund | - | 592,380 |
| | American Funds 2020 Target Date Retirement Fund | Mutual Fund | - | 547,251 |
| | MFS International Growth Fund | Mutual Fund | - | 546,873 |
| | American Funds 2015 Target Date Retirement Fund | Mutual Fund | - | 498,617 |
| | AB Large Cap Growth Fund | Mutual Fund | - | 494,188 |
| | American Funds SMALLCAP World Fund | Mutual Fund | - | 434,938 |
| | Western Asset Short-Term Bond Fund | Mutual Fund | - | 422,615 |
| | American Funds 2035 Target Date Retirement Fund | Mutual Fund | - | 410,385 |
| | American Funds 2045 Target Date Retirement Fund | Mutual Fund | - | 397,762 |
| | JPMorgan Mid Cap Growth Fund | Mutual Fund | - | 375,017 |
| | American Funds New World Fund | Mutual Fund | - | 344,865 |
| | American Funds 2055 Target Date Retirement Fund | Mutual Fund | - | 311,143 |
| | Loomis Sayles Global Allocation Fund | Mutual Fund | - | 271,207 |
| | iShares Russell 2000 Small-Cap Index Fund | Mutual Fund | - | 164,788 |
| | Putnam Small Cap Growth Fund | Mutual Fund | - | 84,801 |
| | Dodge & Cox International Stock Fund | Mutual Fund | - | 75,192 |
| * | Fidelity Small Cap Value Fund | Mutual Fund | - | 61,495 |
| | Columbia Mid Cap Index Fund | Mutual Fund | - | 40,180 |
| | American Funds 2010 Target Date Retirement Fund | Mutual Fund | - | 3,018 |
| * | Participant Loans | Interest rates from 4.25 to 9.50%; maturity dates vary | - 0 - | 379,899 |
| | Total | | | <u>\$ 20,207,156</u> |

* Represents a party-in-interest.

(1) In accordance with Form 5500 instructions, cost information with respect to participant or beneficiary directed investments under an individual account plan may be omitted.

See accompanying independent auditors' report.

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)
(FKA TOYOTA MATERIAL HANDLING 401(K) PLAN)**

**INDEPENDENT AUDITORS' REPORT,
FINANCIAL STATEMENTS, AND
SUPPLEMENTAL SCHEDULES**

December 31, 2024

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

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**LAVINE, LOFGREN, MORRIS
& ENGELBERG, LLP**

**CERTIFIED
PUBLIC
ACCOUNTANTS**

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INDEPENDENT AUDITORS' REPORT

To the Administrative Committee
Total Industries
(a 401(k) and Profit-Sharing Plan)
Livermore, California

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

We have performed audits of the accompanying financial statements of Total Industries (a 401(k) and profit-sharing plan) (the "Plan" or "Total Industries Plan") (fka Toyota Material Handling 401(k) 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) (an "ERISA Section 103(a)(3)(C) audit"). The financial statements comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2024, and the related notes to the financial statements.

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

Management has obtained certifications from a qualified institution as of December 31, 2024 and 2023, and for the year ended December 31, 2024, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the 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 ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Total Industries 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 Total Industries Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Total Industries 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 Total Industries 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Other Matter – Supplemental Schedules Required by ERISA

The supplemental schedules (Schedule H, Part IV, Line 4a for the year ended December 31, 2024 and Schedule H, Part IV, Line 4i as of December 31, 2024), are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental 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 GAAS. 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 DOL'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 DOL'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).

Larvine, Lofgren, Morris & Engelberg, LLP

La Jolla, California
October 8, 2025

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

**Statements of Net Assets Available for Benefits
As of December 31, 2024 and 2023**

| | <u>2024</u> | <u>2023</u> |
|------------------------------------|-----------------------------|-----------------------------|
| ASSETS | | |
| Investments, at fair value | \$ 19,827,257 | \$ 17,640,356 |
| Receivables: | | |
| Notes receivable from participants | <u>379,899</u> | <u>270,821</u> |
| Total receivables | <u>379,899</u> | <u>270,821</u> |
| Total assets | 20,207,156 | 17,911,177 |
| LIABILITIES | <u>-</u> | <u>-</u> |
| NET ASSETS AVAILABLE FOR BENEFITS | <u><u>\$ 20,207,156</u></u> | <u><u>\$ 17,911,177</u></u> |

See accompanying notes to financial statements.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2024

Additions to net assets attributed to:

Investment income:

| | |
|--|--------------|
| Net realized and unrealized appreciation in fair value of mutual funds | \$ 1,718,893 |
| Dividend income from mutual funds | 766,622 |
| Interest income on money market account | 40,423 |

Net investment income 2,525,938

Contributions:

| | |
|---------------------------------|-----------|
| Participant - current | 1,649,724 |
| Participant - rollovers | 243,663 |
| Employer - safe harbor matching | 741,370 |

Total contributions 2,634,757

Interest income on notes receivable from participants 24,559

Total additions 5,185,254

Deductions from net assets attributed to:

| | |
|-------------------------------|-----------|
| Benefits paid to participants | 2,876,441 |
| Administrative expenses | 12,834 |

Total deductions 2,889,275

Net increase 2,295,979

Net assets available for benefits:

Beginning of year 17,911,177

End of year \$ 20,207,156

See accompanying notes to financial statements.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN

Total Industries (a 401(k) and profit-sharing plan) (the "Plan" or "Total Industries Plan") (fka Toyota Material Handling 401(k) Plan) is sponsored by Total Industries (the "Company") (fka RJMS Corporation dba Toyota Material Handling California). The following description of the Plan, as amended and restated, provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General

The Plan, which became effective on August 1, 1997, is a defined contribution plan covering all eligible employees of the Company. The Plan's trustee and custodian is Fidelity Management Trust Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") and the Internal Revenue Code (the "Code").

Eligibility

Employees of the Company who have attained age 18 are eligible to participate in the Plan. Leased employees and employees covered by another retirement plan to which the Company is required to contribute are generally ineligible to participate in the Plan.

Participant Contributions

Each payroll period, eligible employees may elect to defer up to 90% of their pre-tax annual compensation, as defined by the Plan, or they may designate salary deferrals as "Roth" contributions. In addition, participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified sources. Participants direct their contributions into various investment options offered by the Plan. All participant contributions are subject to limitations imposed by the Internal Revenue Code ("IRC").

Newly eligible employees, except those who affirmatively elect to not participate or who choose to contribute a specified amount to the Plan, automatically have 6% of their compensation deferred into the Plan. Additionally, the initial automatic deferral amount increases by 1% up to a maximum contribution rate of 15%, each year on April 1st, subject to the employee having participated for the 6 months preceding April 1st in the first year an automatic increase would be applicable.

Employer Contributions

The Company makes safe harbor employer matching contributions equal to 100% of the first 3% of employee deferral contributions plus 50% of the next 2% of employee deferral contributions.

The Plan also allows qualified matching and nonelective (profit-sharing) employer contributions, which may be subject to additional eligibility requirements from those described above. The Company did not make any such contributions for 2024.

Effective January 1, 2024, the matching period for purposes of all employer matching contributions was changed from the Plan year to each payroll period.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements
For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN (Continued)

Vesting

Participants are immediately vested in their contributions, employer safe harbor matching contributions, and any employer qualified matching contributions, as well as actual earnings thereon. Vesting in any discretionary matching contributions and employer qualified nonelective contributions is based on years of credited service, as defined in the Plan, according to the following schedule:

| <u>Years of Service</u> | <u>Vested Percentage</u> |
|-------------------------|--------------------------|
| Less than 1 | 0% |
| 1 | 20% |
| 2 | 40% |
| 3 | 60% |
| 4 | 80% |
| 5 or more | 100% |

Investment Options

Upon enrollment in the Plan, participants may direct their contributions, and any employer contributions, in any of the Plan's investment options. Subsequently, participants may change their allocation and transfer account balances between investment options in accordance with Plan provisions.

Participant Accounts

Each participant's account is credited with contributions, allocations of investment earnings or losses, and is charged with administrative expenses where applicable. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow against their accounts a minimum of \$1,000 up to a maximum generally equal to the lesser of \$50,000 or 50% of their vested interests in their account balances. Such loans are required to be repaid within 5 years unless the loan is to be used to acquire the principal residence of the participant. Loans are secured by the participants' vested interests in their account balances. The loans bear interest at a reasonable rate as determined by the Plan administrator. As of December 31, 2024, the interest rate on outstanding loans ranged from 4.25% to 9.50%. Principal and interest are paid regularly through payroll deductions.

Payment of Benefits

Upon disability, death, termination, retirement, attaining age 59½, and/or hardship, participants may elect to receive a distribution of their account (as defined) in lump sum or installment payments.

Pursuant to the Setting Every Community Up for Retirement Enhancement Act of 2019 (the "SECURE" Act), which became law on December 20, 2019, and the SECURE 2.0 Act of 2022 (the "SECURE 2.0 Act"), which became law on December 29, 2022, participants may defer taking distributions as follows:

- If a participant reached the age of 70½ in 2019, the participant may defer receiving distributions until the later of April 1, 2020, or the April following the calendar year in which the participant retires;

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 1. DESCRIPTION OF PLAN (Continued)

Payment of Benefits (Continued)

- If a participant reached the age of 70½ in 2020 or later, the participant may defer receiving distributions until the later of the April following the calendar year in which the participant reaches age 72 or retires, except that –
- Beginning in 2023, the age a participant must begin taking distributions was raised to 73. If a participant reaches the age of 72 during 2023, the participant may defer receiving distributions until April 1, 2025, the latest date that a required minimum distribution may be taken for 2024.

Also, at its discretion, the Plan may elect to distribute vested account balances of less than \$5,000. As permitted under the SECURE 2.0 Act, in May 2024 the threshold was increased to \$7,000. Distributions in excess of \$1,000 made without a participant's consent will be rolled into an individual retirement account.

The Plan also permits hardship withdrawals, subject to the following: (1) a participant will not be required to obtain a plan loan before requesting a hardship withdrawal, (2) a participant's deferral contributions will not be suspended after receipt of a hardship withdrawal, and (3) earnings on elective deferral contributions in a participant's account will be eligible for hardship withdrawal purposes.

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 terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

Forfeitures

If a participant terminates employment with the Company before becoming fully vested, the unvested portion of employer contributions and related earnings are forfeited. Forfeitures of unvested employer contributions and related earnings are transferred from the terminated participant's account to a forfeiture account. Forfeitures of unvested employer contributions may be used to pay administrative expenses and reduce employer contributions to the Plan. During 2024, \$5,234 was added to the forfeiture account, including \$584 of investment income and \$28 of other income, and \$53 was deducted from the forfeiture account which was utilized towards fees. As of December 31, 2024 and 2023, forfeited amounts totaled \$13,368 and \$8,187, respectively.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are presented on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition

Investments are stated at fair value. Fair value is defined as 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. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded when earned. Dividends are recorded on the ex-dividend date. Net realized and unrealized appreciation or depreciation in fair value of mutual funds includes the Plan's gains and losses on mutual funds bought and sold as well as held during the year.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires Plan management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain of the Plan's administrative expenses, such as custodian/trustee, accounting, and legal expenses, are paid by the Company. Certain distribution and loan fees are paid by the related participants. All of the aforementioned expenses are expensed when incurred.

Notes Receivable from Participants (Participant Loans)

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded when earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2024 or 2023. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Subsequent Events

The Plan has evaluated subsequent events through the date of the independent auditors' report, which is the date these financial statements were available to be issued (Note 11).

NOTE 3. INFORMATION CERTIFIED BY THE CUSTODIAN/TRUSTEE

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and the ERISA-required supplemental schedule (Schedule H, Part IV, Line 4i), including investments and notes receivable from participants held at December 31, 2024 and 2023, and net appreciation or depreciation in fair value of investments and dividend and interest income, including interest on notes receivable from participants, for the year ended December 31, 2024, was obtained by management and agreed to or derived from information certified as complete and accurate by Fidelity Management Trust Company, the custodian/trustee of the Plan.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 4. FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements and Disclosures*, provides the 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 lowest priority to unobservable inputs (Level 3 measurements).

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

Level 1

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

Level 2

Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:

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

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

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement for the asset or liability at the measurement date. These inputs reflect Plan management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and in the inputs to the model.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. The following is a description of the valuation methodologies used for assets measured at fair value at December 31, 2024 and 2023. There have been no changes in the methodologies used at December 31, 2024 and 2023.

Mutual funds (including money market account): Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The money market and mutual funds held by the Plan are deemed to be actively traded.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 4. FAIR VALUE MEASUREMENTS (Continued)

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

The following tables set forth by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2024 and 2023:

| | December 31, 2024 | | | |
|--|--------------------------|----------------|----------------|----------------------|
| | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> | <u>Total</u> |
| Mutual funds, including money market account | \$ 19,827,257 | \$ - | \$ - | \$ 19,827,257 |
| Total investments at fair value | <u>\$ 19,827,257</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 19,827,257</u> |
| | December 31, 2023 | | | |
| | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> | <u>Total</u> |
| Mutual funds, including money market account | \$ 17,640,356 | \$ - | \$ - | \$ 17,640,356 |
| Total investments at fair value | <u>\$ 17,640,356</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 17,640,356</u> |

NOTE 5. INCOME TAX STATUS

The Company has adopted a pre-approved defined contribution plan and relies upon the opinion letter from the Internal Revenue Service ("IRS"), which stated that, in its opinion, the pre-approved plan and related trust are designed in accordance with applicable sections of the Code. The Company has not applied for a determination letter from the IRS specific to the Plan. Although the Plan has been amended since receiving the opinion letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the accompanying financial statements.

U.S. GAAP requires Plan management to evaluate positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the applicable taxing authorities. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2024, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2021.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 6. PARTY-IN-INTEREST AND RELATED PARTY TRANSACTIONS

Certain of the Plan's operating expenses are paid by the Company. The Company also provides administrative services for the Plan at no cost to the Plan. Certain investments are managed by the custodian/trustee of the Plan. These transactions qualify as exempt party-in-interest transactions.

NOTE 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risk. 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 participant account balances and the amounts reported in the statements of net assets available for benefits.

NOTE 8. OPERATIONAL FAILURES

During 2023, the Company identified operational failures relating to the inclusion of certain types of excluded Plan compensation and miscalculation of the discretionary employer match and safe harbor employer match, which resulted in incorrect deferral contributions in 2021 and incorrect matching contributions during 2021 and 2022. The Company and the Plan administrator are in the process of determining the participants affected and intend on taking corrective action as necessary under the IRS Employee Plans Compliance Resolution System's Self-Correction Program.

During 2024, the Company identified operational failures relating to the improper exclusion of certain types of Plan compensation for safe harbor employer matching contribution purposes resulting in incorrect safe harbor matching contributions during 2023. The Company and the Plan administrator are in the process of determining the participants affected and intend on taking corrective action as necessary under the IRS Employee Plans Compliance Resolution System's Self-Correction Program.

Based on the actions intended to be taken, Plan management and the Company believe the aforementioned operational failures will not cause the Plan to be disqualified by the IRS and that the self-corrective actions will allow the Plan to be in compliance with the Plan documents and ERISA. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

NOTE 9. DELINQUENT REMITTANCES

The Company identified one instance in 2023 where amounts withheld from employees totaling \$72,521 were not forwarded to the custodian/trustee within the reasonableness timeframe established by the DOL. The Company remitted the amounts withheld during 2023 and is in the process of calculating lost earnings related to the delinquent remittances and intends on remitting such amounts to the Plan.

The Company also identified one instance in 2024 where amounts withheld from employees totaling \$1,799 were not forwarded to the custodian/trustee within the reasonableness timeframe established by the DOL. The Company remitted the amounts withheld during 2024 and is in the process of calculating lost earnings related to the delinquent remittances and intends on remitting such amounts to the Plan.

TOTAL INDUSTRIES (A 401(K) AND PROFIT-SHARING PLAN)

Notes to Financial Statements For the Year Ended December 31, 2024

NOTE 9. DELINQUENT REMITTANCES (Continued)

Based on such actions, Plan management and the Company believe the delinquent remittances will not cause the Plan to be disqualified by the IRS and that the self-corrective actions will allow the Plan to be in compliance with the Plan documents and ERISA. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

NOTE 10. SECURE 2.0 Act

On December 29, 2022, the SECURE 2.0 Act became law. The purpose of the legislation is to expand access to retirement plans and to help working Americans increase their retirement savings. In addition to the changes to required minimum distributions and automatic rollover provisions described in Note 1, the SECURE 2.0 Act includes various required and optional provisions that will become effective between 2023 and 2033, certain of which are described below:

- Beginning January 1, 2025, a participant from the ages 60 to 63 can elect catch-up contributions up to the limit of the greater of \$10,000 or 150% of the catch-up contribution limit imposed by the IRS.
- Beginning January 1, 2025, long-term part-time workers (defined as employees who have worked for two consecutive 12 month periods during each of which they have at least 500 hours of service) will become eligible to enroll in their employer's retirement plan after two years.
- Beginning January 1, 2026, catch-up contributions will be made on a Roth basis, unless the participant earns \$145,000 or less.

Plan management has not yet determined which of the optional provisions, if any, the Plan will implement. Plan management expects to formally amend the Plan by December 31, 2026.

NOTE 11. SUBSEQUENT EVENTS

Effective August 1, 2025, the Plan was amended such that participants with outstanding loan balances at the time of their termination are not required to repay the outstanding loan and accrued interest balance immediately; rather they can continue making scheduled repayments as outlined by the Plan. Notwithstanding, in the event of a participant's death, any outstanding loan and accrued interest would be immediately due and payable.

Effective August 12, 2025, the Plan was amended to remove safe harbor employer matching contributions and provide for discretionary employer matching contributions.

SUPPLEMENTAL SCHEDULES

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

Attachment for Form 5500, Schedule H, Part IV, Line 4a –
Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2024

EIN:94-3262562
Plan Number: 001

| Participant Contributions Transferred Late to the Plan | | | <u>Total That Constitute Nonexempt Prohibited Transactions</u> | | | |
|---|---------------|---------------|--|--|---|-------------|
| | | | Contributions Corrected Outside Voluntary Fiduciary Correction Program | Contributions Pending Correction in Voluntary Fiduciary Correction Program | Total Fully Corrected Under Voluntary Fiduciary Correction Program and Prohibited Transaction Exemption 2002-51 | |
| Check Here if Late Participant Loan Repayments Are Included <input checked="" type="checkbox"/> | Date Withheld | Date Remitted | Contributions Not Corrected | | | |
| \$ 72,521 | 11/16/23 | 12/01/23 * | \$ 72,521 | \$ - | \$ - | \$ - |
| 1,799 | 04/04/24 | 04/16/24 * | 1,799 | - | - | - |
| <u>\$ 74,320</u> | | | <u>\$ 74,320</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ -</u> |

* Delinquent contributions were made on "Date Remitted" as indicated above. Lost earnings have not yet been remitted.

See accompanying independent auditors' report.

**TOTAL INDUSTRIES
(A 401(K) AND PROFIT-SHARING PLAN)**

**Attachment for Form 5500, Schedule H, Part IV, Line 4i –
Schedule of Assets Held for Investment Purposes at End of Year
As of December 31, 2024**

**EIN: 94-3262562
Plan Number: 001**

| (a) | (b) | (c) | (d) | (e) |
|--|---|--|---------------------|----------------------|
| Identity of issue, borrower, lessor, or similar party | | Description of investment including maturity date, rate of interest, collateral, par or maturity value | Cost ⁽¹⁾ | Current value |
| | American Funds 2040 Target Date Retirement Fund | Mutual Fund | - | \$ 2,917,738 |
| | iShares S&P 500 Index Fund | Mutual Fund | - | 1,744,714 |
| | JPMorgan US Equity Fund | Mutual Fund | - | 1,532,213 |
| | American Funds 2030 Target Date Retirement Fund | Mutual Fund | - | 1,463,334 |
| | Dodge & Cox Income Fund | Mutual Fund | - | 1,239,297 |
| | American Funds 2050 Target Date Retirement Fund | Mutual Fund | - | 1,158,728 |
| | JPMorgan Large Cap Growth Fund | Mutual Fund | - | 912,979 |
| * | Fidelity Government Money Market Fund | Money Market Account | - | 711,732 |
| | JPMorgan Equity Income Fund | Mutual Fund | - | 709,529 |
| | American Funds 2025 Target Date Retirement Fund | Mutual Fund | - | 685,719 |
| | MFS Midcap Value Fund | Mutual Fund | - | 674,559 |
| | American Funds 2060 Target Date Retirement Fund | Mutual Fund | - | 592,380 |
| | American Funds 2020 Target Date Retirement Fund | Mutual Fund | - | 547,251 |
| | MFS International Growth Fund | Mutual Fund | - | 546,873 |
| | American Funds 2015 Target Date Retirement Fund | Mutual Fund | - | 498,617 |
| | AB Large Cap Growth Fund | Mutual Fund | - | 494,188 |
| | American Funds SMALLCAP World Fund | Mutual Fund | - | 434,938 |
| | Western Asset Short-Term Bond Fund | Mutual Fund | - | 422,615 |
| | American Funds 2035 Target Date Retirement Fund | Mutual Fund | - | 410,385 |
| | American Funds 2045 Target Date Retirement Fund | Mutual Fund | - | 397,762 |
| | JPMorgan Mid Cap Growth Fund | Mutual Fund | - | 375,017 |
| | American Funds New World Fund | Mutual Fund | - | 344,865 |
| | American Funds 2055 Target Date Retirement Fund | Mutual Fund | - | 311,143 |
| | Loomis Sayles Global Allocation Fund | Mutual Fund | - | 271,207 |
| | iShares Russell 2000 Small-Cap Index Fund | Mutual Fund | - | 164,788 |
| | Putnam Small Cap Growth Fund | Mutual Fund | - | 84,801 |
| | Dodge & Cox International Stock Fund | Mutual Fund | - | 75,192 |
| * | Fidelity Small Cap Value Fund | Mutual Fund | - | 61,495 |
| | Columbia Mid Cap Index Fund | Mutual Fund | - | 40,180 |
| | American Funds 2010 Target Date Retirement Fund | Mutual Fund | - | 3,018 |
| * | Participant Loans | Interest rates from 4.25 to 9.50%; maturity dates vary | - 0 - | 379,899 |
| Total | | | | <u>\$ 20,207,156</u> |

* Represents a party-in-interest.

(1) In accordance with Form 5500 instructions, cost information with respect to participant or beneficiary directed investments under an individual account plan may be omitted.

See accompanying independent auditors' report.