

<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; text-align: center;">2024</p> <hr/> <p style="text-align: center; font-weight: bold;">This Form is Open to Public Inspection</p>
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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>BRIGHTSIDE HEALTH, INC. 401(K) PLAN</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>BRIGHTSIDE HEALTH, INC.</u></p> <p><u>2261 MARKET STREET, SUITE 10222</u> <u>SAN FRANCISCO, CA 94114</u></p>	<p>1c Effective date of plan <u>01/01/2021</u></p> <p>2b Employer Identification Number (EIN) <u>82-3567923</u></p> <p>2c Plan Sponsor's telephone number <u>833-274-7433</u></p> <p>2d Business code (see instructions) <u>621900</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	QIAN LIU
	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 type="checkbox"/> Same as Plan Sponsor GUIDELINE RK, LLC 1412 CHAPIN AVENUE BURLINGAME, CA 94010	3b Administrator's EIN 30-1418950 3c Administrator's telephone number 888-228-3491
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4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
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5 Total number of participants at the beginning of the plan year	5	226
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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)	196
a(2) Total number of active participants at the end of the plan year	6a(2)	249
b Retired or separated participants receiving benefits	6b	0
c Other retired or separated participants entitled to future benefits	6c	66
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d	315
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e	0
f Total. Add lines 6d and 6e	6f	315
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)	189
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)	277
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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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 2S 2T 3D 3H

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

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

a Pension Schedules

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

b General Schedules

- (1) **H** (Financial Information)
- (2) **I** (Financial Information – Small Plan)
- (3) **A** (Insurance Information) – Number Attached _____
- (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.
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For calendar plan year 2024 or fiscal plan year beginning **01/01/2024** and ending **12/31/2024**

A Name of plan BRIGHTSIDE HEALTH, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 BRIGHTSIDE HEALTH, INC.	D Employer Identification Number (EIN) 82-3567923	

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

GUIDELINE, INC.

47-4474775

(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?
14 15 16 26 27 31 37 38 50 64 65 72	RECORDKEEPER	5433	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)

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

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input 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
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2024 This Form is Open to Public Inspection
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024	
A Name of plan BRIGHTSIDE HEALTH, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 BRIGHTSIDE HEALTH, INC.	D Employer Identification Number (EIN) 82-3567923

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

		(a) Beginning of Year	(b) End of Year
Assets			
a Total noninterest-bearing cash	1a	73323	7597
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	28430	44967
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	3718047	6775554
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)		
(2) Employer real property.....	1d(2)		
e Buildings and other property used in plan operation.....	1e		
f Total assets (add all amounts in lines 1a through 1e).....	1f	3819800	6828118
Liabilities			
g Benefit claims payable.....	1g		
h Operating payables.....	1h		
i Acquisition indebtedness.....	1i		
j Other liabilities.....	1j		
k Total liabilities (add all amounts in lines 1g through 1j).....	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f).....	1l	3819800	6828118

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers.....	2a(1)(A)	0	
(B) Participants.....	2a(1)(B)	1754666	
(C) Others (including rollovers).....	2a(1)(C)	476509	
(2) Noncash contributions.....	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		2231175
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)		
(B) U.S. Government securities.....	2b(1)(B)		
(C) Corporate debt instruments.....	2b(1)(C)		
(D) Loans (other than to participants).....	2b(1)(D)		
(E) Participant loans.....	2b(1)(E)	2991	
(F) Other.....	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		2991
(2) Dividends:			
(A) Preferred stock.....	2b(2)(A)		
(B) Common stock.....	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	143296	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		143296
(3) Rents.....	2b(3)		
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds.....	2b(4)(A)		
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result.....	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets:			
(A) Real estate.....	2b(5)(A)		
(B) Other.....	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		528400
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		2905862

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	660957	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		660957
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Recordkeeping fees	2i(3)	1836	
(4) IQPA audit fees	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	4285	
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	0	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		6121
j Total expenses. Add all expense amounts in column (b) and enter total	2j		667078

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2238784
l Transfers of assets:			
(1) To this plan	2l(1)		825628
(2) From this plan	2l(2)		56094

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: ERICKSEN KRENTEL CPAS

(2) EIN: 72-0549733

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		X	0
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	0
e Was this plan covered by a fidelity bond?	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	0
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	0
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	X		

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)
BRIGHTSIDE MEDICAL 401(K) PLAN	84-2494027	001

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 BRIGHTSIDE HEALTH, INC. 401(K) PLAN	B Three-digit plan number (PN)	001
C Plan sponsor's name as shown on line 2a of Form 5500 BRIGHTSIDE HEALTH, INC.	D Employer Identification Number (EIN) 82-3567923	

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

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

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

1		0
----------	--	----------

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):
 EIN(s): 04-3581074

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

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

3	
----------	--

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part VII IRS Compliance Questions

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

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

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter 09 / 26 / 2024 (MM/DD/YYYY) and the Opinion Letter serial number Q704210A.

BRIGHTSIDE HEALTH, INC. 401(k) PLAN
FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2024 AND 2023
AND FOR THE YEAR ENDED DECEMBER 31, 2024
AND SUPPLEMENTARY INFORMATION
AS OF DECEMBER 31, 2024



ERICKSEN KRENTEL LLP

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

CONTENTS

INDEPENDENT AUDITORS' REPORT

FINANCIAL STATEMENTS:

Exhibit "A" Statements of Net Assets Available for Benefits as of December 31, 2024 and 2023

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

Notes to Financial Statements

SUPPLEMENTARY INFORMATION:

Schedule "1" Form 5500, Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of
December 31, 2024

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan

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

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

Management has obtained certifications from a qualified institution as of December 31, 2024 and 2023, and for the year ended December 31, 2024, stating that the certified investment information, as described in Note 7 to the financial statements, is complete and accurate.

Opinion

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

- 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.



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

- the information in the financial statements referred to above related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Brightside Health, Inc. 401(k) 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 Brightside Health, Inc. 401(k) 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.



To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

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

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

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

Other Matter— Supplemental Schedules Required by ERISA

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

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



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

In our opinion

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

New Orleans, Louisiana
October 3, 2025

Ericksen Krentel, LLP

Certified Public Accountants

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2024 AND 2023

	<u>2024</u>	<u>2023</u>
<u>ASSETS:</u>		
Cash	\$ 7,597	\$ 73,323
Participant-directed investments at fair value:		
Mutual funds	<u>6,775,554</u>	<u>3,718,047</u>
Total participant-directed investments at fair value	<u>6,775,554</u>	<u>3,718,047</u>
Receivables:		
Notes receivable from participants	44,967	28,430
Participant contributions	<u>56,697</u>	<u>42,745</u>
Total receivables	<u>101,664</u>	<u>71,175</u>
Total assets	<u>6,884,815</u>	<u>3,862,545</u>
Net assets available for benefits	<u>\$ 6,884,815</u>	<u>\$ 3,862,545</u>

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2024

ADDITIONS:

Additions to net assets attributed to:

Investment income:	
Interest and dividends	\$ 143,296
Net appreciation in fair value of investments	<u>528,400</u>
Total investment income	<u>671,696</u>
Interest income on notes receivable from participants	<u>2,991</u>
Contributions:	
Participants'	1,768,618
Rollovers	<u>476,509</u>
Total contributions	<u>2,245,127</u>
Total additions	<u>2,919,814</u>

DEDUCTIONS:

Deductions from net assets attributed to:

Benefits paid to participants	660,957
Administration expenses	<u>6,121</u>
Total deductions	<u>667,078</u>
Net increase in net assets available for benefits	<u>2,252,736</u>

OTHER CHANGES IN PLAN ASSETS:

Transfer of assets from another qualified plan, net	<u>769,534</u>
Total other changes in plan assets	<u>769,534</u>
Net increase in net assets available for benefits after other changes	<u>3,022,270</u>

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year	<u>3,862,545</u>
End of year	<u>\$ 6,884,815</u>

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024 AND 2023

(1) DESCRIPTION OF PLAN

Brightside Health, Inc. (the Company) maintains a defined contribution pension plan for the benefit of the employees of the Company. The following description of the Brightside Health, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan, originally adopted effective January 1, 2021, and amended and restated effective January 1, 2022, is a single employer defined contribution plan. It meets the requirements of Section 401(k) of the Internal Revenue Code and covers all eligible employees of the Company who are aged 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year, participants may contribute up to a maximum of 100 % of their pretax or post-tax annual compensation, as defined in the Plan up to the maximum annual dollar limit which is set by law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions up to \$7,500. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan.

The Plan includes an auto-enrollment provision whereby all newly eligible employees are automatically enrolled in the Plan unless they affirmatively elect not to participate. This provision has a default deferral rate set at 6% of eligible compensation. Contributions are automatically invested in a designated fund until changed by the participant.

The Company may, at its discretion, make contributions to the Plan. Contributions are subject to certain limitations. For the year ended December 31, 2024, the Company did not choose to make any profit-sharing contributions to the Plan.

Participant Accounts

Each participant's account is credited with the participant's elective deferral and rollover contributions, Plan earnings, and charged with an allocation of administrative expenses. The allocations are based on the actual performance of the fund in which the participant chooses to invest, less any applicable fees. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(1) DESCRIPTION OF PLAN (CONTINUED)

Vesting

Participants are immediately 100% vested in their elective deferrals to traditional 401(k) contributions, Roth 401(k) contributions, and rollover contributions. Participants are also immediately 100% vested in profit-sharing and nonelective contributions made by the Company.

Payment of Benefits

Upon termination of service due to death or retirement, a participant may elect to receive a lump sum amount equal to the value of the participant's vested interest in his or her account. The Plan does not permit distributions solely based on disability. However, disabled participants may be eligible to request a hardship withdrawal or other type of distribution if eligibility conditions are met. If a participant becomes disabled while employed by the Company, then their account balance becomes fully vested. In-service withdrawals are permitted for participants who are fully vested and have attained 59½ years of age.

Notes Receivable from Participants

Participants must meet the eligibility requirements to apply for a loan, which includes the participant having a vested balance of at least \$2,000, not currently having an outstanding 401(k) loan, not being an alternate payee or beneficiary of a deceased participant and not having a Domestic Relation Order under review. Any loan granted or refinanced by the Plan administrator will bear a commercially reasonable interest rate, a fixed interest rate of the Prime Rate plus 1% as of the date of the loan application, with unpaid interest compounding monthly. The plan's custodian does not charge transaction or maintenance fees for taking a loan disbursement.

Eligible participants may borrow a minimum amount of \$1,000 to a maximum amount of the lesser of 50% of the participant's vested balance, or \$50,000 minus the highest outstanding balance of loans in the past 12 months. A participant can withdraw the loan amount from their pretax and Roth deferral accounts, the vested portion of their employer matching and nonelective accounts, and their rollover account. A participant can have no more than one outstanding loan from their plan at a time, and the loan must be repaid within 5 years (unless used for the purchase of a primary residence which must be repaid within 10 years). Failure to make required payments may result in a delinquent loan.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(1) DESCRIPTION OF PLAN (CONTINUED)

Forfeitures

When the vested portion of the account of a participant that has separated from service prior to full vesting is distributed, the un-vested portion of the account is forfeited on the date the participant's vested balance is distributed or after the participant has incurred a five-year Break in Service. At December 31, 2024 and 2023, forfeited nonvested accounts available totaled \$262 and \$92, respectively. During the years ended December 31, 2024 and 2023, no forfeitures were used to reduce employer contributions or expenses.

Hardship Withdrawals

Participants may withdraw all or a portion of their account related to their elective and rollover contributions in the event of hardship as defined in the Plan agreement. They must withdraw a minimum of \$1,000, with no more than two hardship distributions during the Plan Year. Participants may only withdraw from their vested account balance.

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared on the accrual method in accordance with accounting principles generally accepted in the United States (U.S. GAAP) promulgated by the Financial Accounting Standards Board. All assets of the Plan are held by Guideline, Inc. (plan administrator and investment manager) and are participant driven.

Estimates

The preparation of financial statements in conformity with U.S. GAAP requires the plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the plan's gains and losses on investments bought and sold as well as held during the year.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investment Valuation and Income Recognition (Continued)

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

Net appreciation in the fair value of investments

The Statement of Changes in Net Assets Available for Benefits presents the net earnings in the fair value of the Plan's investments, which consists of realized gains and losses, and the unrealized appreciation and depreciation on those investments.

Payment of Benefits

Benefits are recorded when paid.

Date of Management's Review

Management has evaluated subsequent events through October 3, 2025, the date the financial statements were available to be issued.

(3) FAIR VALUE MEASUREMENTS

The Plan's investments are reported at fair value in the accompanying statements of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in the active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs consist of unobservable inputs and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments.

When available, the Plan measures the fair value using Level 1 inputs because they generally provide the most reliable evidence of the fair value.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(3) FAIR VALUE MEASUREMENTS (CONTINUED)

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end. 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:

	2024			
	(Level 1)	(Level 2)	(Level 3)	Total
Mutual funds	\$ 6,775,554	-	-	\$ 6,775,554
Investments at fair value	\$ 6,775,554	\$ -	\$ -	\$ 6,775,554
	2023			
	(Level 1)	(Level 2)	(Level 3)	Total
Mutual funds	\$ 3,718,047	-	-	\$ 3,718,047
Investments at fair value	\$ 3,718,047	\$ -	\$ -	\$ 3,718,047

(4) RELATED PARTY/PARTIES-IN-INTEREST TRANSACTIONS

The Sponsor pays the majority of the administrative expenses, including plan audit costs, incurred by the Plan. Bradley Kittredge of the Plan is the trustee as defined by the Plan. Certain Plan investments are managed by Benefit Trust Company. Benefit Trust Company is the custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. All of these party-in-interest transactions are exempt from the prohibited transactions rules of ERISA.

(5) PLAN TERMINATION

Although they have not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(6) TAX STATUS

The Plan uses a prototype plan document and trust sponsored by Guideline, Inc. and obtained its latest determination letter on November 18, 2020, in which the Internal Revenue Service (IRS) stated that the prototype plan document, as then designed, was following the applicable requirements of the Internal Revenue Code. The Plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

Management has analyzed the Plan's tax positions taken on Federal income tax returns for all open tax years (current and prior three years) and has concluded that as of December 31, 2024, no provision for income tax is required in the Plan's financial statements. The Plan's Federal tax return for tax years for which the applicable statutes of limitations have not expired are subject to examination by the Internal Revenue Service.

On December 29, 2022, the Consolidated Appropriations Act of 2023 was enacted, encompassing a suite of retirement provisions colloquially termed "SECURE 2.0." This legislative package builds upon the foundational reforms introduced by the 2019 SECURE Act, with a central aim of expanding participation in the retirement ecosystem and enhancing avenues for asset accumulation. The provisions set forth by SECURE 2.0 will be progressively effective from 2023 onwards.

The Act presents a blend of mandatory and elective provisions. Plan and Organization management will evaluate and decide upon the elective components in alignment with the Plan's objectives and the best interests of participants and the Organization. As of the report date, the Plan has not been formally amended to incorporate the provisions of SECURE 2.0. However, the Plan is operating in compliance with all mandatory elements as prescribed by the Act.

(7) INFORMATION PREPARED AND CERTIFIED BY CUSTODIAN

As pursuant to 29 CFR 2520.103-8 the Plan qualified for an ERISA Section 103(a)(3)(C) audit in 2024 and 2023. Information relating to investment assets, investment transactions, investment earnings and Schedule of Assets (Held at End of Year) was certified as complete and accurate by the custodian, Benefit Trust Company, as of December 31, 2024 and 2023 and for the year ended December 31, 2024.

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

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(7) INFORMATION PREPARED AND CERTIFIED BY CUSTODIAN
(CONTINUED)

	<u>2024</u>	<u>2023</u>
Cash	\$ <u>7,597</u>	\$ <u>73,323</u>
<u>Participant-directed investments at fair value:</u>		
Mutual funds	<u>6,775,554</u>	<u>3,718,047</u>
Total participant-directed investments at fair value	<u>\$ 6,775,554</u>	<u>\$ 3,718,047</u>
<u>Receivables:</u>		
Notes receivable from participants	<u>\$ 44,967</u>	<u>\$ 28,430</u>
<u>Investment activity:</u>		
Interest and dividends	\$ 143,296	
Net appreciation in fair value of investments	<u>528,400</u>	
Total investment income	<u>\$ 671,696</u>	
<u>Interest income on notes receivable from participants</u>	<u>\$ 2,991</u>	

In addition, all information included in Schedule "1" Schedule of Assets (Held at End of Year) has been certified as complete and accurate by the custodian.

(8) RISKS AND UNCERTAINTIES

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

(9) RECONCILIATION TO THE FORM 5500

The following is a reconciliation of contributions per the financial statements for the year ended December 31, 2024, to Schedule H of Form 5500:

	<u>2024</u>
Total contributions per the financial statements	\$ 2,245,127
Add: prior year participant contributions receivable	42,745
Less: current year participant contributions receivable	<u>(56,697)</u>
Contributions per Form 5500	<u>\$ 2,231,175</u>

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(9) RECONCILIATION TO THE FORM 5500 (CONTINUED)

The following is a reconciliation of net assets available for benefits per the financial statements for the year ended December 31, 2024, to Schedule H of Form 5500:

	<u>2024</u>
Net assets available for benefits per the financial statements	\$ 6,884,815
Less: current year participant contributions receivable	<u>(56,697)</u>
Net assets available for benefits per Form 5500	<u>\$ 6,828,118</u>

(10) SUBSEQUENT EVENTS

On April 1, 2025, the Plan switched recordkeepers and custodian of the plan assets from Guideline Inc. and Benefit Trust Company to Fidelity Investments.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
Employer Identification Number: 82-3567923
Plan Number: 001
SCHEDULE H, LINE 4(i)
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2024

(A)	(B)	(C)	(D)	(E)
	Issuer	Investment Description	Cost	Current Value
		Cash	**	\$ 7,597
		<u>Mutual Funds:</u>		
	Vanguard	Reserve Fed MM FD	**	92,604
	Vanguard	Vanguard Group Bond Index Admiral Class	**	901,031
	Vanguard	Vanguard Group ST Bond Index Admiral	**	3,334
	Vanguard	Vanguard Group ST Intm Bond Index Admiral	**	9,908
	Vanguard	Vanguard Group High Div Yield Index Adm	**	1,981
	Vanguard	Vanguard ST Inflation Protected Securities Index Adm	**	31,348
	Vanguard	Vanguard Funds Total International Bond Index	**	311,838
	Vanguard	Vanguard Industrials Index Adm	**	4,049
	Vanguard	Vanguard Specialized Dividend Apprec Index Adm	**	12,169
	Vanguard	Vanguard Group FTSE Social Index Adm	**	1,178
	Vanguard	Vanguard Group Small Cap Value Index Adm	**	5,925
	Vanguard	Vanguard Group Mid-Cap Value Index Fund-Adm	**	6,375
	Vanguard	Vanguard Group Small Cap Growth Index Admiral	**	1,074
	Vanguard	Vanguard Intl Equity Index	**	1,901
	Vanguard	Vanguard Utilities Index Adm	**	1,352
	Vanguard	Vanguard Telecom Services Index Adm	**	2,722
	Vanguard	Vanguard Materials Index Adm	**	3,346
	Vanguard	Vanguard Information Technology Index Adm	**	102,287
	Vanguard	Vanguard Health Care Index Adm	**	2,133
	Vanguard	Vanguard Financials Index Adm	**	2,452
	Vanguard	Vanguard Energy Index Adm	**	1,341
	Vanguard	Vanguard Group Lg Cap Growth Index Fund Admiral	**	1,006
	Vanguard	Vanguard Group Mid Cap Index Adm	**	37,248
	Vanguard	Vanguard Group Growth Index Adm	**	59,930
	Vanguard	Vanguard Group Value Index Adm	**	24,658
	Vanguard	Vanguard Group Sm Cap Index Adm	**	31,093
	Vanguard	Vanguard Group Index 500 Adm	**	302,267
	Vanguard	Vanguard Group Total Stock Index Adm Class	**	2,801,206
	Vanguard	Vanguard Group Total Instl Stock Index Adm	**	35,999
	Vanguard	Vanguard Funds Developed Markets Index Adm	**	1,114,894
	Vanguard	Vanguard Group FTSE All Wrld Ex US Index Adm	**	7,166
	Vanguard	Vanguard Group FTSE All Wrld Exus SM Admiral	**	1,087
	Vanguard	Vanguard Emerging Markets Stock Adm Class	**	560,468
	Vanguard	Vanguard Specialized Div REIT Index Fund Adm SHS	**	298,184
				<u>6,775,554</u>
	Participant Loans	Rates Range From 8.00% to 9.50%		<u>44,967</u>
		Total assets held at year end		<u>\$ 6,828,118</u>

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

(See Independent Auditors' Report)

BRIGHTSIDE HEALTH, INC. 401(k) PLAN
FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2024 AND 2023
AND FOR THE YEAR ENDED DECEMBER 31, 2024
AND SUPPLEMENTARY INFORMATION
AS OF DECEMBER 31, 2024



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

CONTENTS

INDEPENDENT AUDITORS' REPORT

FINANCIAL STATEMENTS:

Exhibit "A" Statements of Net Assets Available for Benefits as of December 31, 2024 and 2023

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

Notes to Financial Statements

SUPPLEMENTARY INFORMATION:

Schedule "1" Form 5500, Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of
December 31, 2024

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan

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

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

Management has obtained certifications from a qualified institution as of December 31, 2024 and 2023, and for the year ended December 31, 2024, stating that the certified investment information, as described in Note 7 to the financial statements, is complete and accurate.

Opinion

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

- 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.



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

- the information in the financial statements referred to above related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Brightside Health, Inc. 401(k) 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 Brightside Health, Inc. 401(k) 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.



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

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

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

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

Other Matter— Supplemental Schedules Required by ERISA

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

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



ERICKSEN KRENTEL^{LLP}

CERTIFIED PUBLIC ACCOUNTANTS • CONSULTANTS

To the Plan Administrator and Management of
Brightside Health, Inc. 401(k) Plan
October 3, 2025

In our opinion

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

New Orleans, Louisiana
October 3, 2025

Ericksen Krentel, LLP

Certified Public Accountants

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2024 AND 2023

	<u>2024</u>	<u>2023</u>
<u>ASSETS:</u>		
Cash	\$ 7,597	\$ 73,323
Participant-directed investments at fair value:		
Mutual funds	<u>6,775,554</u>	<u>3,718,047</u>
Total participant-directed investments at fair value	<u>6,775,554</u>	<u>3,718,047</u>
Receivables:		
Notes receivable from participants	44,967	28,430
Participant contributions	<u>56,697</u>	<u>42,745</u>
Total receivables	<u>101,664</u>	<u>71,175</u>
Total assets	<u>6,884,815</u>	<u>3,862,545</u>
Net assets available for benefits	<u>\$ 6,884,815</u>	<u>\$ 3,862,545</u>

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2024

ADDITIONS:

Additions to net assets attributed to:

Investment income:	
Interest and dividends	\$ 143,296
Net appreciation in fair value of investments	<u>528,400</u>
Total investment income	<u>671,696</u>
Interest income on notes receivable from participants	<u>2,991</u>
Contributions:	
Participants'	1,768,618
Rollovers	<u>476,509</u>
Total contributions	<u>2,245,127</u>
Total additions	<u>2,919,814</u>

DEDUCTIONS:

Deductions from net assets attributed to:

Benefits paid to participants	660,957
Administration expenses	<u>6,121</u>
Total deductions	<u>667,078</u>
Net increase in net assets available for benefits	<u>2,252,736</u>

OTHER CHANGES IN PLAN ASSETS:

Transfer of assets from another qualified plan, net	<u>769,534</u>
Total other changes in plan assets	<u>769,534</u>
Net increase in net assets available for benefits after other changes	<u>3,022,270</u>

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year	<u>3,862,545</u>
End of year	<u>\$ 6,884,815</u>

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2024 AND 2023

(1) DESCRIPTION OF PLAN

Brightside Health, Inc. (the Company) maintains a defined contribution pension plan for the benefit of the employees of the Company. The following description of the Brightside Health, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan, originally adopted effective January 1, 2021, and amended and restated effective January 1, 2022, is a single employer defined contribution plan. It meets the requirements of Section 401(k) of the Internal Revenue Code and covers all eligible employees of the Company who are aged 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year, participants may contribute up to a maximum of 100 % of their pretax or post-tax annual compensation, as defined in the Plan up to the maximum annual dollar limit which is set by law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions up to \$7,500. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan.

The Plan includes an auto-enrollment provision whereby all newly eligible employees are automatically enrolled in the Plan unless they affirmatively elect not to participate. This provision has a default deferral rate set at 6% of eligible compensation. Contributions are automatically invested in a designated fund until changed by the participant.

The Company may, at its discretion, make contributions to the Plan. Contributions are subject to certain limitations. For the year ended December 31, 2024, the Company did not choose to make any profit-sharing contributions to the Plan.

Participant Accounts

Each participant's account is credited with the participant's elective deferral and rollover contributions, Plan earnings, and charged with an allocation of administrative expenses. The allocations are based on the actual performance of the fund in which the participant chooses to invest, less any applicable fees. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(1) DESCRIPTION OF PLAN (CONTINUED)

Vesting

Participants are immediately 100% vested in their elective deferrals to traditional 401(k) contributions, Roth 401(k) contributions, and rollover contributions. Participants are also immediately 100% vested in profit-sharing and nonelective contributions made by the Company.

Payment of Benefits

Upon termination of service due to death or retirement, a participant may elect to receive a lump sum amount equal to the value of the participant's vested interest in his or her account. The Plan does not permit distributions solely based on disability. However, disabled participants may be eligible to request a hardship withdrawal or other type of distribution if eligibility conditions are met. If a participant becomes disabled while employed by the Company, then their account balance becomes fully vested. In-service withdrawals are permitted for participants who are fully vested and have attained 59½ years of age.

Notes Receivable from Participants

Participants must meet the eligibility requirements to apply for a loan, which includes the participant having a vested balance of at least \$2,000, not currently having an outstanding 401(k) loan, not being an alternate payee or beneficiary of a deceased participant and not having a Domestic Relation Order under review. Any loan granted or refinanced by the Plan administrator will bear a commercially reasonable interest rate, a fixed interest rate of the Prime Rate plus 1% as of the date of the loan application, with unpaid interest compounding monthly. The plan's custodian does not charge transaction or maintenance fees for taking a loan disbursement.

Eligible participants may borrow a minimum amount of \$1,000 to a maximum amount of the lesser of 50% of the participant's vested balance, or \$50,000 minus the highest outstanding balance of loans in the past 12 months. A participant can withdraw the loan amount from their pretax and Roth deferral accounts, the vested portion of their employer matching and nonelective accounts, and their rollover account. A participant can have no more than one outstanding loan from their plan at a time, and the loan must be repaid within 5 years (unless used for the purchase of a primary residence which must be repaid within 10 years). Failure to make required payments may result in a delinquent loan.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(1) DESCRIPTION OF PLAN (CONTINUED)

Forfeitures

When the vested portion of the account of a participant that has separated from service prior to full vesting is distributed, the un-vested portion of the account is forfeited on the date the participant's vested balance is distributed or after the participant has incurred a five-year Break in Service. At December 31, 2024 and 2023, forfeited nonvested accounts available totaled \$262 and \$92, respectively. During the years ended December 31, 2024 and 2023, no forfeitures were used to reduce employer contributions or expenses.

Hardship Withdrawals

Participants may withdraw all or a portion of their account related to their elective and rollover contributions in the event of hardship as defined in the Plan agreement. They must withdraw a minimum of \$1,000, with no more than two hardship distributions during the Plan Year. Participants may only withdraw from their vested account balance.

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared on the accrual method in accordance with accounting principles generally accepted in the United States (U.S. GAAP) promulgated by the Financial Accounting Standards Board. All assets of the Plan are held by Guideline, Inc. (plan administrator and investment manager) and are participant driven.

Estimates

The preparation of financial statements in conformity with U.S. GAAP requires the plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the plan's gains and losses on investments bought and sold as well as held during the year.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investment Valuation and Income Recognition (Continued)

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

Net appreciation in the fair value of investments

The Statement of Changes in Net Assets Available for Benefits presents the net earnings in the fair value of the Plan's investments, which consists of realized gains and losses, and the unrealized appreciation and depreciation on those investments.

Payment of Benefits

Benefits are recorded when paid.

Date of Management's Review

Management has evaluated subsequent events through October 3, 2025, the date the financial statements were available to be issued.

(3) FAIR VALUE MEASUREMENTS

The Plan's investments are reported at fair value in the accompanying statements of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in the active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs consist of unobservable inputs and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments.

When available, the Plan measures the fair value using Level 1 inputs because they generally provide the most reliable evidence of the fair value.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(3) FAIR VALUE MEASUREMENTS (CONTINUED)

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end. 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:

	2024			Total
	(Level 1)	(Level 2)	(Level 3)	
Mutual funds	\$ 6,775,554	-	-	\$ 6,775,554
Investments at fair value	\$ 6,775,554	\$ -	\$ -	\$ 6,775,554

	2023			Total
	(Level 1)	(Level 2)	(Level 3)	
Mutual funds	\$ 3,718,047	-	-	\$ 3,718,047
Investments at fair value	\$ 3,718,047	\$ -	\$ -	\$ 3,718,047

(4) RELATED PARTY/PARTIES-IN-INTEREST TRANSACTIONS

The Sponsor pays the majority of the administrative expenses, including plan audit costs, incurred by the Plan. Bradley Kittredge of the Plan is the trustee as defined by the Plan. Certain Plan investments are managed by Benefit Trust Company. Benefit Trust Company is the custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. All of these party-in-interest transactions are exempt from the prohibited transactions rules of ERISA.

(5) PLAN TERMINATION

Although they have not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(6) TAX STATUS

The Plan uses a prototype plan document and trust sponsored by Guideline, Inc. and obtained its latest determination letter on November 18, 2020, in which the Internal Revenue Service (IRS) stated that the prototype plan document, as then designed, was following the applicable requirements of the Internal Revenue Code. The Plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

Management has analyzed the Plan's tax positions taken on Federal income tax returns for all open tax years (current and prior three years) and has concluded that as of December 31, 2024, no provision for income tax is required in the Plan's financial statements. The Plan's Federal tax return for tax years for which the applicable statutes of limitations have not expired are subject to examination by the Internal Revenue Service.

On December 29, 2022, the Consolidated Appropriations Act of 2023 was enacted, encompassing a suite of retirement provisions colloquially termed "SECURE 2.0." This legislative package builds upon the foundational reforms introduced by the 2019 SECURE Act, with a central aim of expanding participation in the retirement ecosystem and enhancing avenues for asset accumulation. The provisions set forth by SECURE 2.0 will be progressively effective from 2023 onwards.

The Act presents a blend of mandatory and elective provisions. Plan and Organization management will evaluate and decide upon the elective components in alignment with the Plan's objectives and the best interests of participants and the Organization. As of the report date, the Plan has not been formally amended to incorporate the provisions of SECURE 2.0. However, the Plan is operating in compliance with all mandatory elements as prescribed by the Act.

(7) INFORMATION PREPARED AND CERTIFIED BY CUSTODIAN

As pursuant to 29 CFR 2520.103-8 the Plan qualified for an ERISA Section 103(a)(3)(C) audit in 2024 and 2023. Information relating to investment assets, investment transactions, investment earnings and Schedule of Assets (Held at End of Year) was certified as complete and accurate by the custodian, Benefit Trust Company, as of December 31, 2024 and 2023 and for the year ended December 31, 2024.

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

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(7) INFORMATION PREPARED AND CERTIFIED BY CUSTODIAN (CONTINUED)

	<u>2024</u>	<u>2023</u>
Cash	\$ <u>7,597</u>	\$ <u>73,323</u>
<u>Participant-directed investments at fair value:</u>		
Mutual funds	<u>6,775,554</u>	<u>3,718,047</u>
Total participant-directed investments at fair value	<u>\$ 6,775,554</u>	<u>\$ 3,718,047</u>
<u>Receivables:</u>		
Notes receivable from participants	<u>\$ 44,967</u>	<u>\$ 28,430</u>
<u>Investment activity:</u>		
Interest and dividends	\$ 143,296	
Net appreciation in fair value of investments	<u>528,400</u>	
Total investment income	<u>\$ 671,696</u>	
<u>Interest income on notes receivable from participants</u>	<u>\$ 2,991</u>	

In addition, all information included in Schedule "1" Schedule of Assets (Held at End of Year) has been certified as complete and accurate by the custodian.

(8) RISKS AND UNCERTAINTIES

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

(9) RECONCILIATION TO THE FORM 5500

The following is a reconciliation of contributions per the financial statements for the year ended December 31, 2024, to Schedule H of Form 5500:

	<u>2024</u>
Total contributions per the financial statements	\$ 2,245,127
Add: prior year participant contributions receivable	42,745
Less: current year participant contributions receivable	<u>(56,697)</u>
Contributions per Form 5500	<u>\$ 2,231,175</u>

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2024 AND 2023

(9) RECONCILIATION TO THE FORM 5500 (CONTINUED)

The following is a reconciliation of net assets available for benefits per the financial statements for the year ended December 31, 2024, to Schedule H of Form 5500:

	<u>2024</u>
Net assets available for benefits per the financial statements	\$ 6,884,815
Less: current year participant contributions receivable	<u>(56,697)</u>
Net assets available for benefits per Form 5500	<u>\$ 6,828,118</u>

(10) SUBSEQUENT EVENTS

On April 1, 2025, the Plan switched recordkeepers and custodian of the plan assets from Guideline Inc. and Benefit Trust Company to Fidelity Investments.

BRIGHTSIDE HEALTH, INC. 401(K) PLAN
Employer Identification Number: 82-3567923
Plan Number: 001
SCHEDULE H, LINE 4(i)
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2024

(A)	(B)	(C)	(D)	(E)
Issuer	Investment Description	Cost	Current Value	
	Cash	**	\$	7,597
	<u>Mutual Funds:</u>			
Vanguard	Reserve Fed MM FD	**		92,604
Vanguard	Vanguard Group Bond Index Admiral Class	**		901,031
Vanguard	Vanguard Group ST Bond Index Admiral	**		3,334
Vanguard	Vanguard Group ST Intm Bond Index Admiral	**		9,908
Vanguard	Vanguard Group High Div Yield Index Adm	**		1,981
Vanguard	Vanguard ST Inflation Protected Securities Index Adm	**		31,348
Vanguard	Vanguard Funds Total International Bond Index	**		311,838
Vanguard	Vanguard Industrials Index Adm	**		4,049
Vanguard	Vanguard Specialized Dividend Apprec Index Adm	**		12,169
Vanguard	Vanguard Group FTSE Social Index Adm	**		1,178
Vanguard	Vanguard Group Small Cap Value Index Adm	**		5,925
Vanguard	Vanguard Group Mid-Cap Value Index Fund-Adm	**		6,375
Vanguard	Vanguard Group Small Cap Growth Index Admiral	**		1,074
Vanguard	Vanguard Intl Equity Index	**		1,901
Vanguard	Vanguard Utilities Index Adm	**		1,352
Vanguard	Vanguard Telecom Services Index Adm	**		2,722
Vanguard	Vanguard Materials Index Adm	**		3,346
Vanguard	Vanguard Information Technology Index Adm	**		102,287
Vanguard	Vanguard Health Care Index Adm	**		2,133
Vanguard	Vanguard Financials Index Adm	**		2,452
Vanguard	Vanguard Energy Index Adm	**		1,341
Vanguard	Vanguard Group Lg Cap Growth Index Fund Admiral	**		1,006
Vanguard	Vanguard Group Mid Cap Index Adm	**		37,248
Vanguard	Vanguard Group Growth Index Adm	**		59,930
Vanguard	Vanguard Group Value Index Adm	**		24,658
Vanguard	Vanguard Group Sm Cap Index Adm	**		31,093
Vanguard	Vanguard Group Index 500 Adm	**		302,267
Vanguard	Vanguard Group Total Stock Index Adm Class	**		2,801,206
Vanguard	Vanguard Group Total Intl Stock Index Adm	**		35,999
Vanguard	Vanguard Funds Developed Markets Index Adm	**		1,114,894
Vanguard	Vanguard Group FTSE All Wrld Ex US Index Adm	**		7,166
Vanguard	Vanguard Group FTSE All Wrld Exus SM Admiral	**		1,087
Vanguard	Vanguard Emerging Markets Stock Adm Class	**		560,468
Vanguard	Vanguard Specialized Div REIT Index Fund Adm SHS	**		298,184
				<u>6,775,554</u>
Participant Loans	Rates Range From 8.00% to 9.50%			<u>44,967</u>
	Total assets held at year end			<u>\$ 6,828,118</u>

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

(See Independent Auditors' Report)