Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2024

This Form is Open to Public Inspection

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.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [X] 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:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
HALLORAN CONSULTING GROUP, INC. EMPLOYEE STOCK OWNERSHIP PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan
01/01/2020

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)
HALLORAN CONSULTING GROUP, INC.

245 MAIN ST., 2ND FLOOR
CAMBRIDGE, MA 02142

2b Employer Identification Number (EIN)
04-3408953

2c Plan Sponsor's telephone number
617-648-7879

2d Business code (see instructions)
541600

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.	10/15/2025	PATRICK CRONIN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2025	PATRICK CRONIN
	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 [X] Same as Plan Sponsor

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:

a Sponsor's name

c Plan Name

4b EIN

4d PN

5	Total number of participants at the beginning of the plan year	**5**	135
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)**	113
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	0
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	135
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	135
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1
f	Total. Add lines **6d** and **6e**.	**6f**	136
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)**	123
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)**	136
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**	

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

2I 2P 2Q 3I

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

4B

9a Plan funding arrangement (check all that apply)

(1) [ ] Insurance
(2) [ ] Code section 412(e)(3) insurance contracts
(3) [X] Trust
(4) [ ] General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1) [ ] Insurance
(2) [ ] Code section 412(e)(3) insurance contracts
(3) [X] Trust
(4) [ ] General assets of the sponsor

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

a Pension Schedules

(1) [X] **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 0
(5) [ ] **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

(1) [X] **H** (Financial Information)
(2) [ ] **I** (Financial Information – Small Plan)
(3) [ ] **A** (Insurance Information) – Number Attached ______
(4) [X] **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)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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 HALLORAN CONSULTING GROUP, INC. EMPLOYEE STOCK OWNERSHIP PLAN	**B** Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 HALLORAN CONSULTING GROUP, INC.	**D** Employer Identification Number (EIN) 04-3408953

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)

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name: MARCUM LLP | **b** EIN: 11-1986323
c Position: ACCOUNTANT
d Address: 53 STATE STREET
17TH FLOOR
BOSTON, MA 02109
e Telephone: 617-807-5000

Explanation: CBIZ CPAS P.C. ACQUIRED THE ATTEST PRACTICE OF MARCUM LLP.

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information	OMB No. 1210-0110 2024
	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.**	**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
HALLORAN CONSULTING GROUP, INC. EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
HALLORAN CONSULTING GROUP, INC.

D Employer Identification Number (EIN)
04-3408953

Part I Asset and Liability Statement

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

Assets		**(a)** Beginning of Year	**(b)** End of Year
a Total noninterest-bearing cash	**1a**		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	**1b(1)**	4368939	
(2) Participant contributions	**1b(2)**		
(3) Other	**1b(3)**	6147	14015
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	**1c(1)**	1347996	3696632
(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)**	7007400	
(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)**		
(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)**		
(14) Value of funds held in insurance company general account (unallocated contracts)	**1c(14)**		
(15) Other	**1c(15)**		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(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	12730482	3710647
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	6115130	
k Total liabilities (add all amounts in lines 1g through1j)	1k	6115130	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	6615352	3710647

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)	1746128	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1746128
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	93746	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		93746
(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)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	-4755160	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		-4755160

		(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)		
c Other income	2c		10625
d Total income. Add all **income** amounts in column (b) and enter total	2d		-2904661

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	0	
(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)		0
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		44
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Recordkeeping fees	2i(3)		
(4) IQPA audit fees	2i(4)		
(5) Investment advisory and investment management fees	2i(5)		
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)		
(12) Total administrative expenses. Add lines **2i(1)** through **(11)**	2i(12)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		44

Net Income and Reconciliation

k Net income (loss). Subtract line **2j** from line **2d**	2k		-2904705
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) [X] 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)** [X] 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: CBIZ CPAS P.C. **(2)** EIN: 43-1947695

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.)	**4a**		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	**4b**		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.)	**4c**		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.)	**4d**		X	
e Was this plan covered by a fidelity bond?	**4e**	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?	**4f**		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4g**		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?	**4h**		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.)	**4i**	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.)	**4j**	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?	**4k**		X	
l Has the plan failed to provide any benefit when due under the plan?	**4l**		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	**4m**		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.	**4n**			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? [X] Yes [ ] No
If "Yes," enter the amount of any plan assets that reverted to the employer this year 0.

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

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

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

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

SCHEDULE R (Form 5500)	Retirement Plan Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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
HALLORAN CONSULTING GROUP, INC. EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
HALLORAN CONSULTING GROUP, INC.

D Employer Identification Number (EIN)
04-3408953

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): 42-0127290 ____________

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

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

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? .... ☐ Yes ☐ No ☐ N/A

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month ______ Day ______ Year ______

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

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

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

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

Part III Amendments

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

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

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

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ______________________________

a Name of contributing employer

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

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ______________________________

a Name of contributing employer

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

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ______________________________

a Name of contributing employer

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

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ______________________________

a Name of contributing employer

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

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) ____________
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): ______________________________

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

☐ Yes.

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

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

☐ No. Other. Provide explanation.______________________________

Part VII IRS Compliance Questions

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 12 / 26 / 2018 (MM/DD/YYYY) and the Opinion Letter serial number Q702474A .

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Financial Statements and Supplemental Schedules
(Liquidation Basis)

As of December 31, 2024 (In Liquidation) and 2023 (Ongoing) and
For the Year Ended December 31, 2024 (In Liquidation)

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

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CBIZ CPAs P.C.

53 State Street
17th Floor
Boston, MA 02109

P: 617.807.5000

Independent Auditors' Report

To the Plan Administrator of
Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Opinion

We have audited the financial statements of Halloran Consulting Group, Inc. Employee Stock Ownership Plan (the “Plan”), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (“ERISA”), which comprise the statement of net assets available for benefits as of December 31, 2024 (In Liquidation), and the related statement of changes in net assets available for benefits for the year then ended (In Liquidation), and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of Halloran Consulting Group, Inc. Employee Stock Ownership Plan as of December 31, 2024 (In Liquidation), and the changes in its net assets available for benefits for the year then ended (In Liquidation), in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditors’ Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Halloran Consulting Group, Inc. Employee Stock Ownership Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis of Accounting

As discussed in Note 2 to the financial statements, the Employee Stock Ownership Plan and Investment Committee of Halloran Consulting Group, Inc., Plan Sponsor, approved a plan of liquidation on October 10, 2024, and management determined that liquidation is imminent. As a result, the Plan has changed its basis of accounting from the going concern basis used in presenting the 2023 financial statements to the liquidation basis used in presenting the 2024 financial statements. Our opinion is not modified with respect to that matter.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- exercise professional judgment and maintain professional skepticism throughout the audit.
- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Halloran Consulting Group, Inc. Employee Stock Ownership 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.

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

Other Matters

Supplemental Schedules Required by ERISA

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of Schedule H, line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2024 and Schedule H, line 4j - Schedule of Reportable Transactions for the year ended December 31, 2024 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's ("DOL") 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 has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules , we evaluated whether the supplemental schedules , including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying supplemental schedules is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

2023 Financial Statements

The financial statements of Halloran Consulting Group, Inc. Employee Stock Ownership Plan as of December 31, 2023, were audited by Marcum LLP whose report dated December 12, 2024, expressed an unmodified opinion on those financial statements.

CBIZ CPAs P.C.

CBIZ CPAs P.C.
Boston, MA
October 9, 2025

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Net Assets Available for Benefits

December 31, 2024 (In Liquidation)

December 31, 2024	Allocated	Unallocated	Total
Assets			
Investments at fair value			
Money market fund	$ 3,696,632	$ -	$ 3,696,632
Receivables			
Interest income	14,015	-	14,015
Total Assets	3,710,647	-	3,710,647
Net Assets Available for Benefits	$ 3,710,647	$ -	$ 3,710,647

The accompanying notes are an integral part of these financial statements.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Net Assets Available for Benefits

December 31, 2023 (Ongoing)

December 31, 2023	Allocated	Unallocated	Total
Assets			
Investments at fair value			
Company common stock	$ 5,326,619	$ 1,680,781	$ 7,007,400
Money market fund	1,347,996	-	1,347,996
Total investments at fair value	6,674,615	1,680,781	8,355,396
Receivables			
Company contributions	-	4,368,939	4,368,939
Interest income	6,147	-	6,147
Total receivables	6,147	4,368,939	4,375,086
Total Assets	6,680,762	6,049,720	12,730,482
Liabilities			
Payables			
Interest payable	-	56,391	56,391
Loans payable	-	6,058,739	6,058,739
Total liabilities	-	6,115,130	6,115,130
Net Assets Available for Benefits	$ 6,680,762	$ (65,410)	$ 6,615,352

The accompanying notes are an integral part of these financial statements.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Changes in Net Assets Available for Benefits

For the Year Ended December 31, 2024 (In Liquidation)

December 31, 2024	Allocated	Unallocated	Total
Additions			
Investment income			
Interest income	$ 93,745	$ -	$ 93,745
S Corporation distributions	8,076	2,549	10,625
Total investment income	101,821	2,549	104,370
Contributions			
Company contributions	-	1,746,128	1,746,128
Allocation of 7,195 shares of company common stock	540,184	-	540,184
Total Additions	642,005	1,748,677	2,390,682
Deductions			
Interest expense	-	44	44
Allocation of 7,195 shares of company common stock	-	540,184	540,184
Net depreciation in fair value of company stock	3,614,669	1,140,490	4,755,159
Total Deductions	3,614,669	1,680,718	5,295,387
Net Decrease	(2,972,664)	67,959	(2,904,705)
Transfer of S Corporation distributions within the Plan	2,549	(2,549)	-
Net assets available for benefits			
Beginning of year	6,680,762	(65,410)	6,615,352
End of year	$ 3,710,647	$ -	$ 3,710,647

The accompanying notes are an integral part of these financial statements.

1. Description of Plan

The following description of the Halloran Consulting Group, Inc. Employee Stock Ownership Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan was a leveraged employee stock ownership plan ("ESOP") established effective January 1, 2020. The Plan covered all employees, excluding those that were covered by collective bargaining agreement, independent contractors, part-time, temporary or seasonal employees of Halloran Consulting Group, Inc. (the "Company") who attained age 21 and completed 1,000 hours of service during such Plan year. The Plan was designed to comply with Section 4975(e)(7) and the regulations thereunder of the Internal Revenue Code of 1986, as amended ("IRC"), and was subject to the provisions of the Employee Retirement Income Security Act of 1974. The Board of Directors was responsible for oversight of the Plan. The Plan’s Trustee determined the appropriateness of the Plan's investment offerings, monitors investment performance, and reports to the Plan's Board of Directors.

The Company was purchased by ProductLife Group on October 10, 2024. On September 17, 2024, the Company's note and amended seller's note (see Note 5) were repaid in full. On October 10, 2024, the Plan document was amended and restated to terminate the Plan effective October 10, 2024. As of the date of the financial statements were issued, the Plan has requested but not yet obtained a favorable determination letter from the Internal Revenue Service ("IRS") and is in the process of completing the appropriate steps to complete the termination of the Plan. See Note 7 for further discussion on the Plan's termination process.

Contributions

The Company was obligated to make contributions in cash to the Plan which, when aggregated with the Plan's dividends and interest earnings, equaled the amount necessary to enable the Plan to make its regularly scheduled payments of principal and interest due on its term loans. Employee contributions were not permitted. Participants who were not employed on the last working day of a Plan year were generally not eligible for an allocation of Company contributions for such year. Additional amounts could be contributed by the Company at the option of the Board of Directors. For the year ended December 31, 2024, the Company approved a contribution of $1,746,128 to the Plan.

1. Description of Plan (Continued)

Participant Accounts

The Plan was a defined contribution plan under which a separate individual account is established for each participant. Each participant's account was credited with, on the last day of each plan year, an allocation of the Company's common stock shares released from the unallocated account, as well as forfeitures of terminated participants' non-vested accounts. Only those participants who are eligible employees of the Company as of the last day of the Plan year would receive an allocation. In accordance with the October 10, 2024 amendment, the last day of the year for 2024 is October 10, 2024, the date of termination.

Allocations were based on a participant's eligible compensation, relative to total eligible compensation. Plan earnings were allocated, as defined in the plan agreement, to each participant's account based on the ratio of the participant's account balance to all participants' account balances.

Vesting

If a participant's employment with the Company was terminated for any reason other than retirement, permanent disability, or death, vesting in their contributions was based on years of continuous service. Participants’ vested 0% for the first two years of credited service and were 100% vested after three years of credited service. Upon death, disability, or normal retirement age, the participant would become fully vested in their account balance.

Voting Rights

Each participant was entitled to exercise voting rights attributable to the shares allocated to his or her account and was notified by Greatbanc Trust Company, the Trustee, prior to the time that such rights were to be exercised. The Trustee was not permitted to vote any allocated share for which instructions had not been given by a participant. The Trustee was required, however, to vote any unallocated shares on behalf of the collective best interests of Plan participants and beneficiaries.

1. Description of Plan (Continued)

Payment of Benefits

On termination of service due to death, disability, or retirement, a participant would receive either a lump sum amount equal to the value of the participant's vested interest in his or her account, or installment payments as provided in the plan document. For termination of service due to other reasons, a participant could receive the value of the vested interest in his or her account as a lump sum distribution. If a terminated participant's vested balance was less than or equal to $5,000, the amount may be automatically distributed in the form of Lump sum. Distributions are made in cash. The amount to be distributed is based upon the immediately preceding valuation date.

Forfeited Accounts

Any portion of the final balances in a participant's account which is not vested will become a forfeiture as of the allocation date of the Plan year in which occurs the earlier of 1) the distribution of the participant's entire vested account balance upon their termination of employment or 2) the participant incurs five consecutive one-year breaks in service. Nonvested participants are deemed to have received a distribution of their vested account upon termination of employment. In the case of a participant who is not an employee of the Company at the time of his/her death, the non-vested portion of the deceased participant's account will be deemed forfeited and available for the allocation for the Plan Year of the participant's death. Plan forfeitures are allocated to each participant's account in the same manner in which the Company contributions are allocated. At both December 31, 2024 and 2023, forfeited nonvested accounts were $0. These accounts will be used to pay plan administrative expenses or the accounts will be allocated to participant accounts of those employed on the last day of the plan year. During 2024, no forfeited nonvested accounts were allocated to participant accounts from forfeited nonvested accounts.

Put Option

Under federal income tax regulations, the Company stock that was held by the Plan and its participants and was not readily tradable on an established market, or was subject to trading limitations, included a put option. The put option was a right to demand that the Company buy any shares of its stock distributed to participants for which there is no market. The put price was representative of the current appraised value of the stock. The Company could pay for the purchase with interest over a period of five years. The purpose of the put option was to ensure that the participant had the ability to ultimately obtain cash.

1. Description of Plan (Continued)

Diversification

Diversification was offered to participants who were at least 55 years old and had participated in the Plan for at least 10 years (a Qualified Participant). During each of the first five years of eligible diversification, a Qualified Participant could withdraw up to 25% of the value of their investment in Company common stock, less any shares previously diversified, and transfer the amount as a rollover into another qualified plan or as a cash withdrawal. In the sixth and subsequent years, the percentage amount that could be withdrawn increased to 50%. The election to diversify was made subsequent to year-end based upon the shares of Company stock in the participant's account at year-end. For the year ended December 31, 2024, $0 was transferred from the Plan to another qualified contribution plan sponsored by the Company. As this plan was adopted in 2020, diversification would not available until 2030.

2. Summary of Accounting Policies

Basis of Accounting

Due to the liquidation of the Plan, the Plan has changed its method of accounting to the liquidation basis of accounting for the year ended December 31, 2024. The liquidation basis of accounting requires that the Plan recognize any assets that had not been previously recognized, but which the Plan expects to either sell in liquidation or use to pay off liabilities and to accrue for the expected disposal costs of assets that will be liquidated. The difference between the ongoing basis of accounting and the liquidation basis of accounting, although not specifically calculated, was presumed to be immaterial. The accompanying financial statements for the year ended December 31, 2023, are prepared under accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

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

2. Summary of Accounting Policies (Continued)

Allocations

The financial statements of the Plan present separately the assets and liabilities and changes therein pertaining to (a) the accounts of employees with rights in allocated stock ("allocated") and (b) stock not yet allocated to employees ("unallocated"), including shares that are committed to be released. Shares are released from collateral and become allocated generally in the period in which debt service is actually paid.

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. The Plan's Administrator, under the supervision of the Company's Board of Directors, determines the Plan's valuation policies utilizing information provided by the investment advisers, custodians and insurance company, as applicable. See Note 3 for discussion of fair value measurements.

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

Payment of Benefits

Benefits are recorded when paid.

Expenses

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements. Investment related expenses are included in net depreciation in fair value of investments.

2. Summary of Accounting Policies (Continued)

Subsequent Events

Subsequent events were evaluated through October 9, 2025, the date the financial statements were available to be issued. Except for as disclosed in Note 7, no events requiring recognition or disclosure in the financial statements were identified.

3. Fair Value Measurements

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

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

Level 2 – Inputs to the valuation technique include:

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

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

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

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

3. Fair Value Measurements (Continued)

Following is a description of the valuation techniques used for assets measured at fair value. There have been no changes in the techniques used at December 31, 2024 and 2023.

Company common stock. Valued at estimated fair value based on an independent third-party appraisal using a combination of widely used valuation approaches, including the market and income valuation techniques. The appraiser considered inputs such as historical and projected cash flow and net income, return on assets, return on equity, market comparables, and estimated fair value of Company assets and liabilities, along with a discount for lack of marketability where appropriate.

Money market fund: Valued at the quoted net asset value (NAV) of shares held by the Plan at year end.

Assets at Fair Value as of December 31, 2024	**Level 1**	**Level 2**	**Level 3**	**Total**
Money market fund	$ 3,696,632	$ -	$ -	$ 3,696,632
Total Investments at Fair Value	$ 3,696,632	$ -	$ -	$ 3,696,632

Assets at Fair Value as of December 31, 2023	**Level 1**	**Level 2**	**Level 3**	**Total**
Money market fund	$ 1,347,996	$ -	$ -	$ 1,347,996
Company common stock	-	-	7,007,400	7,007,400
Total assets in the fair value hierarchy	1,347,996	-	7,007,400	8,355,396
Total Investments at Fair Value	$ 1,347,996	$ -	$ 7,007,400	$ 8,355,396

Changes in Fair Value of Level 3 Assets

There were no distributions of the Plan's level 3 assets for the year ended December 31, 2023. The Plan's level 3 assets depreciated in value by $4,755,159 during the year ended December 31, 2024.

The estimated fair value of the Company's common stock as of December 31, 2023, was $234 per share.

3. Fair Value Measurements (Continued)

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurements

The following tables present the Plan's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments as of December 31, 2023, the significant unobservable inputs and the quantitative information about those inputs.

Instrument		2023	Principal Valuation Technique	Significant Unobservable Inputs	December 31, 2023 Established Rates
Company common stock	$	7,007,400	Discounted cash flow - 50% Weighted	Weighted - average cost of capital	19.5%
				Terminal multiple	4.5x
				Discount for lack of marketability	5% - 20%
				ESOP Tax Shield	26%
	$		Transaction - 50% Weighted	EBITA margin and revenue multiple	1.58x

4. Investment in Common Stock

The Plan's investments in the Company's common shares at December 31, are presented in the following table:

	2023			
		Allocated		**Unallocated**
Number of shares		22,805		7,195
Cost	$	4,789,050	$	1,510,950
Estimated fair value	$	5,326,619	$	1,680,781

5. Loans Payable

Company's Note

On December 18, 2020, the Plan purchased 11,904.7619 shares of the Company's common stock with a loan from the Company in the amount of $2,500,000 (the "Company's Note"). The lender had no rights against shares of common stock once they were allocated to participants in accordance with the terms of the Plan. The Company's Note matured on December 18, 2045 and bore interest at a fixed rate of 1.31%. The borrowing was collateralized by the unallocated shares of common stock and was guaranteed by the Company. Shares were released from collateral and allocated to participants as payments of principal and interest were made. The number of shares released in any year was the number of shares held as collateral, multiplied by the ratio of the current year payments divided by the total of this year's payments, plus all future years' principal and interest payments. This resulted in 2,855.4543 shares being released and allocated for the plan year ended December 31, 2024.

As disclosed in Note 1, the Company's Note was repaid in full on September 17, 2024.

Amended Seller's Note

On December 18, 2020, the Plan purchased 18,095.2381 shares of the Company's common stock with a seller's note in the amount of $3,800,000. On January 1, 2021, the principal balance on the seller's note was increased from $3,800,000 to $4,412,418 (the "Amended Seller's Note"). The Amended Seller’s Note bore interest at 1.31%, payable on an annual basis, and provides for twenty-five annual principal payments. The Amended Seller’s Note balance as of December 31, 2023, was $3,933,036. The shares were pledged as collateral for the acquisition of the Amended Seller’s Note.

As principal and interest payments were made, shares would be released from collateral, based on the portion of debt paid. Scheduled principal and interest payments will be funded with contributions from the Company. The shares were released to the ESOP participants based on the ratio of principal plus interest committed to be paid to the total remaining principal plus interest over the life of the loan multiplied by the original number of shares purchased by the ESOP with the loan proceeds. Released shares would be allocated to participants' accounts based on total compensation and length of service. This resulted in 4,340.2866 shares being released and allocated for the plan year ended December 31, 2024. As disclosed in Note 1, the Amended Seller's Note was repaid in full on September 17, 2024.

6. Related-Party and Party In Interest Transactions

Certain administrative functions of the Plan are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan.

The Plan invested in Company common stock and had indebtedness to and guaranteed by the Company. These are related party and party in interest transactions. As described in Note 2, the Company may pay plan expenses. The Plan has a number of service providers. Such providers are parties in interest under ERISA.

7. Plan Termination

As disclosed in Note 1, on October 10, 2024, the Plan document was amended and restated to terminate the Plan. In accordance with the Plan document, plan assets shall be distributed as follows:

(a) at the election of a participant or beneficiary, as applicable, the distribution of up to 80% of each participant's or beneficiary's account balance shall occur as soon as administratively feasible following such election; and (b) the distribution of all remaining assets of the Plan shall occur as soon as administratively feasible following the later of (1) receipt of the IRS determination letter and (2) receipt by the Plan of all funds to which the Plan may be entitled, as reasonably determined by the Plan's trustee.

During 2025 the Plan commenced the liquidation process in accordance with the above terms.

8. Tax Status

The IRS has determined and informed the Company by a letter dated June 30, 2020, that the Plan and related trust are designed in accordance with applicable sections of the IRC. As of the date these financial statements were available to be issued, the Plan has requested but not obtained yet a favorable determination letter applicable to the termination amendment from the Internal Revenue Service and is in the process of completing the appropriate steps to complete the termination of the Plan. Although the Plan has been amended since receiving this letter, the plan administrator believes that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

8. Tax Status (Continued)

Plan management is required to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods pending or in progress.

9. Risks and Uncertainties

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

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
EIN: 04-3408953 Plan Number: 002

December 31, 2024

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	Goldman Sachs Fin Sq Go	Money market fund	$ 3,696,632	$ 3,696,632

See independent auditors' report.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Schedule H, Line 4j – Schedule of Reportable Transactions
EIN: 04-3408953 Plan Number: 002

For the Year Ended December 31, 2024

(a) Identity of party involved	(b) Description of assets	(c) Purchase price	(d) Selling price	(e) Expense incurred with transaction	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or loss
Goldman Sachs Fin Sq Go	Money market fund	$ 2,348,636	$ -	$ -	$ 2,348,636	$ 2,348,636	$ -
Halloran Consulting Allocated Shares	Company common stock		2,252,165	-	8,114,400	2,252,165	(5,862,235)
		$ 2,348,636	$ 2,252,165	$ -	$10,463,036	$ 4,600,801	$ (5,862,235)

See independent auditors' report.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Financial Statements and Supplemental Schedules
(Liquidation Basis)

As of December 31, 2024 (In Liquidation) and 2023 (Ongoing) and
For the Year Ended December 31, 2024 (In Liquidation)

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

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CBIZ CPAs P.C.

53 State Street
17th Floor
Boston, MA 02109

P: 617.807.5000

Independent Auditors' Report

To the Plan Administrator of
Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Opinion

We have audited the financial statements of Halloran Consulting Group, Inc. Employee Stock Ownership Plan (the “Plan”), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (“ERISA”), which comprise the statement of net assets available for benefits as of December 31, 2024 (In Liquidation), and the related statement of changes in net assets available for benefits for the year then ended (In Liquidation), and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of Halloran Consulting Group, Inc. Employee Stock Ownership Plan as of December 31, 2024 (In Liquidation), and the changes in its net assets available for benefits for the year then ended (In Liquidation), in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditors’ Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Halloran Consulting Group, Inc. Employee Stock Ownership Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis of Accounting

As discussed in Note 2 to the financial statements, the Employee Stock Ownership Plan and Investment Committee of Halloran Consulting Group, Inc., Plan Sponsor, approved a plan of liquidation on October 10, 2024, and management determined that liquidation is imminent. As a result, the Plan has changed its basis of accounting from the going concern basis used in presenting the 2023 financial statements to the liquidation basis used in presenting the 2024 financial statements. Our opinion is not modified with respect to that matter.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- exercise professional judgment and maintain professional skepticism throughout the audit.
- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Halloran Consulting Group, Inc. Employee Stock Ownership 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.

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

Other Matters

Supplemental Schedules Required by ERISA

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of Schedule H, line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2024 and Schedule H, line 4j - Schedule of Reportable Transactions for the year ended December 31, 2024 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's ("DOL") 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 has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules , we evaluated whether the supplemental schedules , including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying supplemental schedules is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

2023 Financial Statements

The financial statements of Halloran Consulting Group, Inc. Employee Stock Ownership Plan as of December 31, 2023, were audited by Marcum LLP whose report dated December 12, 2024, expressed an unmodified opinion on those financial statements.

CBIZ CPAs P.C.

CBIZ CPAs P.C.
Boston, MA
October 9, 2025

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Net Assets Available for Benefits

December 31, 2024 (In Liquidation)

December 31, 2024	Allocated	Unallocated	Total
Assets			
Investments at fair value			
Money market fund	$ 3,696,632	$ -	$ 3,696,632
Receivables			
Interest income	14,015	-	14,015
Total Assets	3,710,647	-	3,710,647
Net Assets Available for Benefits	$ 3,710,647	$ -	$ 3,710,647

The accompanying notes are an integral part of these financial statements.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Net Assets Available for Benefits

December 31, 2023 (Ongoing)

December 31, 2023	Allocated	Unallocated	Total
Assets			
Investments at fair value			
Company common stock	$ 5,326,619	$ 1,680,781	$ 7,007,400
Money market fund	1,347,996	-	1,347,996
Total investments at fair value	6,674,615	1,680,781	8,355,396
Receivables			
Company contributions	-	4,368,939	4,368,939
Interest income	6,147	-	6,147
Total receivables	6,147	4,368,939	4,375,086
Total Assets	6,680,762	6,049,720	12,730,482
Liabilities			
Payables			
Interest payable	-	56,391	56,391
Loans payable	-	6,058,739	6,058,739
Total liabilities	-	6,115,130	6,115,130
Net Assets Available for Benefits	$ 6,680,762	$ (65,410)	$ 6,615,352

The accompanying notes are an integral part of these financial statements.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Changes in Net Assets Available for Benefits

For the Year Ended December 31, 2024 (In Liquidation)

December 31, 2024	**Allocated**	**Unallocated**	**Total**
Additions			
Investment income			
Interest income	$ 93,745	$ -	$ 93,745
S Corporation distributions	8,076	2,549	10,625
Total investment income	101,821	2,549	104,370
Contributions			
Company contributions	-	1,746,128	1,746,128
Allocation of 7,195 shares of company common stock	540,184	-	540,184
Total Additions	642,005	1,748,677	2,390,682
Deductions			
Interest expense	-	44	44
Allocation of 7,195 shares of company common stock	-	540,184	540,184
Net depreciation in fair value of company stock	3,614,669	1,140,490	4,755,159
Total Deductions	3,614,669	1,680,718	5,295,387
Net Decrease	(2,972,664)	67,959	(2,904,705)
Transfer of S Corporation distributions within the Plan	2,549	(2,549)	-
Net assets available for benefits			
Beginning of year	6,680,762	(65,410)	6,615,352
End of year	$ 3,710,647	$ -	$ 3,710,647

The accompanying notes are an integral part of these financial statements.

1. Description of Plan

The following description of the Halloran Consulting Group, Inc. Employee Stock Ownership Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan was a leveraged employee stock ownership plan ("ESOP") established effective January 1, 2020. The Plan covered all employees, excluding those that were covered by collective bargaining agreement, independent contractors, part-time, temporary or seasonal employees of Halloran Consulting Group, Inc. (the "Company") who attained age 21 and completed 1,000 hours of service during such Plan year. The Plan was designed to comply with Section 4975(e)(7) and the regulations thereunder of the Internal Revenue Code of 1986, as amended ("IRC"), and was subject to the provisions of the Employee Retirement Income Security Act of 1974. The Board of Directors was responsible for oversight of the Plan. The Plan’s Trustee determined the appropriateness of the Plan's investment offerings, monitors investment performance, and reports to the Plan's Board of Directors.

The Company was purchased by ProductLife Group on October 10, 2024. On September 17, 2024, the Company's note and amended seller's note (see Note 5) were repaid in full. On October 10, 2024, the Plan document was amended and restated to terminate the Plan effective October 10, 2024. As of the date of the financial statements were issued, the Plan has requested but not yet obtained a favorable determination letter from the Internal Revenue Service ("IRS") and is in the process of completing the appropriate steps to complete the termination of the Plan. See Note 7 for further discussion on the Plan's termination process.

Contributions

The Company was obligated to make contributions in cash to the Plan which, when aggregated with the Plan's dividends and interest earnings, equaled the amount necessary to enable the Plan to make its regularly scheduled payments of principal and interest due on its term loans. Employee contributions were not permitted. Participants who were not employed on the last working day of a Plan year were generally not eligible for an allocation of Company contributions for such year. Additional amounts could be contributed by the Company at the option of the Board of Directors. For the year ended December 31, 2024, the Company approved a contribution of $1,746,128 to the Plan.

1. Description of Plan (Continued)

Participant Accounts

The Plan was a defined contribution plan under which a separate individual account is established for each participant. Each participant's account was credited with, on the last day of each plan year, an allocation of the Company's common stock shares released from the unallocated account, as well as forfeitures of terminated participants' non-vested accounts. Only those participants who are eligible employees of the Company as of the last day of the Plan year would receive an allocation. In accordance with the October 10, 2024 amendment, the last day of the year for 2024 is October 10, 2024, the date of termination.

Allocations were based on a participant's eligible compensation, relative to total eligible compensation. Plan earnings were allocated, as defined in the plan agreement, to each participant's account based on the ratio of the participant's account balance to all participants' account balances.

Vesting

If a participant's employment with the Company was terminated for any reason other than retirement, permanent disability, or death, vesting in their contributions was based on years of continuous service. Participants’ vested 0% for the first two years of credited service and were 100% vested after three years of credited service. Upon death, disability, or normal retirement age, the participant would become fully vested in their account balance.

Voting Rights

Each participant was entitled to exercise voting rights attributable to the shares allocated to his or her account and was notified by Greatbanc Trust Company, the Trustee, prior to the time that such rights were to be exercised. The Trustee was not permitted to vote any allocated share for which instructions had not been given by a participant. The Trustee was required, however, to vote any unallocated shares on behalf of the collective best interests of Plan participants and beneficiaries.

1. Description of Plan (Continued)

Payment of Benefits

On termination of service due to death, disability, or retirement, a participant would receive either a lump sum amount equal to the value of the participant's vested interest in his or her account, or installment payments as provided in the plan document. For termination of service due to other reasons, a participant could receive the value of the vested interest in his or her account as a lump sum distribution. If a terminated participant’s vested balance was less than or equal to $5,000, the amount may be automatically distributed in the form of Lump sum. Distributions are made in cash. The amount to be distributed is based upon the immediately preceding valuation date.

Forfeited Accounts

Any portion of the final balances in a participant's account which is not vested will become a forfeiture as of the allocation date of the Plan year in which occurs the earlier of 1) the distribution of the participant's entire vested account balance upon their termination of employment or 2) the participant incurs five consecutive one-year breaks in service. Nonvested participants are deemed to have received a distribution of their vested account upon termination of employment. In the case of a participant who is not an employee of the Company at the time of his/her death, the non-vested portion of the deceased participant's account will be deemed forfeited and available for the allocation for the Plan Year of the participant's death. Plan forfeitures are allocated to each participant's account in the same manner in which the Company contributions are allocated. At both December 31, 2024 and 2023, forfeited nonvested accounts were $0. These accounts will be used to pay plan administrative expenses or the accounts will be allocated to participant accounts of those employed on the last day of the plan year. During 2024, no forfeited nonvested accounts were allocated to participant accounts from forfeited nonvested accounts.

Put Option

Under federal income tax regulations, the Company stock that was held by the Plan and its participants and was not readily tradable on an established market, or was subject to trading limitations, included a put option. The put option was a right to demand that the Company buy any shares of its stock distributed to participants for which there is no market. The put price was representative of the current appraised value of the stock. The Company could pay for the purchase with interest over a period of five years. The purpose of the put option was to ensure that the participant had the ability to ultimately obtain cash.

1. Description of Plan (Continued)

Diversification

Diversification was offered to participants who were at least 55 years old and had participated in the Plan for at least 10 years (a Qualified Participant). During each of the first five years of eligible diversification, a Qualified Participant could withdraw up to 25% of the value of their investment in Company common stock, less any shares previously diversified, and transfer the amount as a rollover into another qualified plan or as a cash withdrawal. In the sixth and subsequent years, the percentage amount that could be withdrawn increased to 50%. The election to diversify was made subsequent to year-end based upon the shares of Company stock in the participant's account at year-end. For the year ended December 31, 2024, $0 was transferred from the Plan to another qualified contribution plan sponsored by the Company. As this plan was adopted in 2020, diversification would not available until 2030.

2. Summary of Accounting Policies

Basis of Accounting

Due to the liquidation of the Plan, the Plan has changed its method of accounting to the liquidation basis of accounting for the year ended December 31, 2024. The liquidation basis of accounting requires that the Plan recognize any assets that had not been previously recognized, but which the Plan expects to either sell in liquidation or use to pay off liabilities and to accrue for the expected disposal costs of assets that will be liquidated. The difference between the ongoing basis of accounting and the liquidation basis of accounting, although not specifically calculated, was presumed to be immaterial. The accompanying financial statements for the year ended December 31, 2023, are prepared under accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

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

2. Summary of Accounting Policies (Continued)

Allocations

The financial statements of the Plan present separately the assets and liabilities and changes therein pertaining to (a) the accounts of employees with rights in allocated stock ("allocated") and (b) stock not yet allocated to employees ("unallocated"), including shares that are committed to be released. Shares are released from collateral and become allocated generally in the period in which debt service is actually paid.

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. The Plan's Administrator, under the supervision of the Company's Board of Directors, determines the Plan's valuation policies utilizing information provided by the investment advisers, custodians and insurance company, as applicable. See Note 3 for discussion of fair value measurements.

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

Payment of Benefits

Benefits are recorded when paid.

Expenses

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements. Investment related expenses are included in net depreciation in fair value of investments.

2. Summary of Accounting Policies (Continued)

Subsequent Events

Subsequent events were evaluated through October 9, 2025, the date the financial statements were available to be issued. Except for as disclosed in Note 7, no events requiring recognition or disclosure in the financial statements were identified.

3. Fair Value Measurements

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

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

Level 2 – Inputs to the valuation technique include:

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

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

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

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

3. Fair Value Measurements (Continued)

Following is a description of the valuation techniques used for assets measured at fair value. There have been no changes in the techniques used at December 31, 2024 and 2023.

Company common stock. Valued at estimated fair value based on an independent third-party appraisal using a combination of widely used valuation approaches, including the market and income valuation techniques. The appraiser considered inputs such as historical and projected cash flow and net income, return on assets, return on equity, market comparables, and estimated fair value of Company assets and liabilities, along with a discount for lack of marketability where appropriate.

Money market fund: Valued at the quoted net asset value (NAV) of shares held by the Plan at year end.

Assets at Fair Value as of December 31, 2024	**Level 1**	**Level 2**	**Level 3**	**Total**
Money market fund	$ 3,696,632	$ -	$ -	$ 3,696,632
Total Investments at Fair Value	$ 3,696,632	$ -	$ -	$ 3,696,632

Assets at Fair Value as of December 31, 2023	**Level 1**	**Level 2**	**Level 3**	**Total**
Money market fund	$ 1,347,996	$ -	$ -	$ 1,347,996
Company common stock	-	-	7,007,400	7,007,400
Total assets in the fair value hierarchy	1,347,996	-	7,007,400	8,355,396
Total Investments at Fair Value	$ 1,347,996	$ -	$ 7,007,400	$ 8,355,396

Changes in Fair Value of Level 3 Assets

There were no distributions of the Plan's level 3 assets for the year ended December 31, 2023. The Plan's level 3 assets depreciated in value by $4,755,159 during the year ended December 31, 2024.

The estimated fair value of the Company's common stock as of December 31, 2023, was $234 per share.

3. Fair Value Measurements (Continued)

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurements

The following tables present the Plan's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments as of December 31, 2023, the significant unobservable inputs and the quantitative information about those inputs.

Instrument		2023	Principal Valuation Technique	Significant Unobservable Inputs	December 31, 2023 Established Rates
Company common stock	$	7,007,400	Discounted cash flow - 50% Weighted	Weighted - average cost of capital	19.5%
				Terminal multiple	4.5x
				Discount for lack of marketability	5% - 20%
				ESOP Tax Shield	26%
	$		Transaction - 50% Weighted	EBITA margin and revenue multiple	1.58x

4. Investment in Common Stock

The Plan's investments in the Company's common shares at December 31, are presented in the following table:

	2023			
		Allocated		**Unallocated**
Number of shares		22,805		7,195
Cost	$	4,789,050	$	1,510,950
Estimated fair value	$	5,326,619	$	1,680,781

5. Loans Payable

Company's Note

On December 18, 2020, the Plan purchased 11,904.7619 shares of the Company's common stock with a loan from the Company in the amount of $2,500,000 (the "Company's Note"). The lender had no rights against shares of common stock once they were allocated to participants in accordance with the terms of the Plan. The Company's Note matured on December 18, 2045 and bore interest at a fixed rate of 1.31%. The borrowing was collateralized by the unallocated shares of common stock and was guaranteed by the Company. Shares were released from collateral and allocated to participants as payments of principal and interest were made. The number of shares released in any year was the number of shares held as collateral, multiplied by the ratio of the current year payments divided by the total of this year's payments, plus all future years' principal and interest payments. This resulted in 2,855.4543 shares being released and allocated for the plan year ended December 31, 2024.

As disclosed in Note 1, the Company's Note was repaid in full on September 17, 2024.

Amended Seller's Note

On December 18, 2020, the Plan purchased 18,095.2381 shares of the Company's common stock with a seller's note in the amount of $3,800,000. On January 1, 2021, the principal balance on the seller's note was increased from $3,800,000 to $4,412,418 (the "Amended Seller's Note"). The Amended Seller’s Note bore interest at 1.31%, payable on an annual basis, and provides for twenty-five annual principal payments. The Amended Seller’s Note balance as of December 31, 2023, was $3,933,036. The shares were pledged as collateral for the acquisition of the Amended Seller’s Note.

As principal and interest payments were made, shares would be released from collateral, based on the portion of debt paid. Scheduled principal and interest payments will be funded with contributions from the Company. The shares were released to the ESOP participants based on the ratio of principal plus interest committed to be paid to the total remaining principal plus interest over the life of the loan multiplied by the original number of shares purchased by the ESOP with the loan proceeds. Released shares would be allocated to participants' accounts based on total compensation and length of service. This resulted in 4,340.2866 shares being released and allocated for the plan year ended December 31, 2024. As disclosed in Note 1, the Amended Seller's Note was repaid in full on September 17, 2024.

6. Related-Party and Party In Interest Transactions

Certain administrative functions of the Plan are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan.

The Plan invested in Company common stock and had indebtedness to and guaranteed by the Company. These are related party and party in interest transactions. As described in Note 2, the Company may pay plan expenses. The Plan has a number of service providers. Such providers are parties in interest under ERISA.

7. Plan Termination

As disclosed in Note 1, on October 10, 2024, the Plan document was amended and restated to terminate the Plan. In accordance with the Plan document, plan assets shall be distributed as follows:

(a) at the election of a participant or beneficiary, as applicable, the distribution of up to 80% of each participant's or beneficiary's account balance shall occur as soon as administratively feasible following such election; and (b) the distribution of all remaining assets of the Plan shall occur as soon as administratively feasible following the later of (1) receipt of the IRS determination letter and (2) receipt by the Plan of all funds to which the Plan may be entitled, as reasonably determined by the Plan's trustee.

During 2025 the Plan commenced the liquidation process in accordance with the above terms.

8. Tax Status

The IRS has determined and informed the Company by a letter dated June 30, 2020, that the Plan and related trust are designed in accordance with applicable sections of the IRC. As of the date these financial statements were available to be issued, the Plan has requested but not obtained yet a favorable determination letter applicable to the termination amendment from the Internal Revenue Service and is in the process of completing the appropriate steps to complete the termination of the Plan. Although the Plan has been amended since receiving this letter, the plan administrator believes that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

8. Tax Status (Continued)

Plan management is required to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods pending or in progress.

9. Risks and Uncertainties

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

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
EIN: 04-3408953 Plan Number: 002

December 31, 2024

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	Goldman Sachs Fin Sq Go	Money market fund	$ 3,696,632	$ 3,696,632

See independent auditors' report.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Schedule H, Line 4j – Schedule of Reportable Transactions
EIN: 04-3408953 Plan Number: 002

For the Year Ended December 31, 2024

(a) Identity of party involved	(b) Description of assets	(c) Purchase price	(d) Selling price	(e) Expense incurred with transaction	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or loss
Goldman Sachs Fin Sq Go	Money market fund	$ 2,348,636	$ -	$ -	$ 2,348,636	$ 2,348,636	$ -
Halloran Consulting Allocated Shares	Company common stock		2,252,165	-	8,114,400	2,252,165	(5,862,235)
		$ 2,348,636	$ 2,252,165	$ -	$10,463,036	$ 4,600,801	$ (5,862,235)

See independent auditors' report.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Financial Statements and Supplemental Schedules
(Liquidation Basis)

As of December 31, 2024 (In Liquidation) and 2023 (Ongoing) and
For the Year Ended December 31, 2024 (In Liquidation)

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

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CBIZ CPAs P.C.

53 State Street
17th Floor
Boston, MA 02109

P: 617.807.5000

Independent Auditors' Report

To the Plan Administrator of
Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Opinion

We have audited the financial statements of Halloran Consulting Group, Inc. Employee Stock Ownership Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 ("ERISA"), which comprise the statement of net assets available for benefits as of December 31, 2024 (In Liquidation), and the related statement of changes in net assets available for benefits for the year then ended (In Liquidation), and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of Halloran Consulting Group, Inc. Employee Stock Ownership Plan as of December 31, 2024 (In Liquidation), and the changes in its net assets available for benefits for the year then ended (In Liquidation), in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Halloran Consulting Group, Inc. Employee Stock Ownership Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis of Accounting

As discussed in Note 2 to the financial statements, the Employee Stock Ownership Plan and Investment Committee of Halloran Consulting Group, Inc., Plan Sponsor, approved a plan of liquidation on October 10, 2024, and management determined that liquidation is imminent. As a result, the Plan has changed its basis of accounting from the going concern basis used in presenting the 2023 financial statements to the liquidation basis used in presenting the 2024 financial statements. Our opinion is not modified with respect to that matter.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

- exercise professional judgment and maintain professional skepticism throughout the audit.
- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Halloran Consulting Group, Inc. Employee Stock Ownership 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.

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

Other Matters

Supplemental Schedules Required by ERISA

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of Schedule H, line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2024 and Schedule H, line 4j - Schedule of Reportable Transactions for the year ended December 31, 2024 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's ("DOL") 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 has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules , we evaluated whether the supplemental schedules , including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying supplemental schedules is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

2023 Financial Statements

The financial statements of Halloran Consulting Group, Inc. Employee Stock Ownership Plan as of December 31, 2023, were audited by Marcum LLP whose report dated December 12, 2024, expressed an unmodified opinion on those financial statements.

CBIZ CPAs P.C.

CBIZ CPAs P.C.
Boston, MA
October 9, 2025

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Net Assets Available for Benefits

December 31, 2024 (In Liquidation)

December 31, 2024	Allocated	Unallocated	Total
Assets			
Investments at fair value			
Money market fund	$ 3,696,632	$ -	$ 3,696,632
Receivables			
Interest income	14,015	-	14,015
Total Assets	3,710,647	-	3,710,647
Net Assets Available for Benefits	$ 3,710,647	$ -	$ 3,710,647

The accompanying notes are an integral part of these financial statements.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Net Assets Available for Benefits

December 31, 2023 (Ongoing)

December 31, 2023	**Allocated**	**Unallocated**	**Total**
Assets			
Investments at fair value			
Company common stock	$ 5,326,619	$ 1,680,781	$ 7,007,400
Money market fund	1,347,996	-	1,347,996
Total investments at fair value	6,674,615	1,680,781	8,355,396
Receivables			
Company contributions	-	4,368,939	4,368,939
Interest income	6,147	-	6,147
Total receivables	6,147	4,368,939	4,375,086
Total Assets	6,680,762	6,049,720	12,730,482
Liabilities			
Payables			
Interest payable	-	56,391	56,391
Loans payable	-	6,058,739	6,058,739
Total liabilities	-	6,115,130	6,115,130
Net Assets Available for Benefits	$ 6,680,762	$ (65,410)	$ 6,615,352

The accompanying notes are an integral part of these financial statements.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Statement of Changes in Net Assets Available for Benefits

For the Year Ended December 31, 2024 (In Liquidation)

December 31, 2024	Allocated	Unallocated	Total
Additions			
Investment income			
Interest income	$ 93,745	$ -	$ 93,745
S Corporation distributions	8,076	2,549	10,625
Total investment income	101,821	2,549	104,370
Contributions			
Company contributions	-	1,746,128	1,746,128
Allocation of 7,195 shares of company common stock	540,184	-	540,184
Total Additions	642,005	1,748,677	2,390,682
Deductions			
Interest expense	-	44	44
Allocation of 7,195 shares of company common stock	-	540,184	540,184
Net depreciation in fair value of company stock	3,614,669	1,140,490	4,755,159
Total Deductions	3,614,669	1,680,718	5,295,387
Net Decrease	(2,972,664)	67,959	(2,904,705)
Transfer of S Corporation distributions within the Plan	2,549	(2,549)	-
Net assets available for benefits			
Beginning of year	6,680,762	(65,410)	6,615,352
End of year	$ 3,710,647	$ -	$ 3,710,647

The accompanying notes are an integral part of these financial statements.

1. Description of Plan

The following description of the Halloran Consulting Group, Inc. Employee Stock Ownership Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan was a leveraged employee stock ownership plan ("ESOP") established effective January 1, 2020. The Plan covered all employees, excluding those that were covered by collective bargaining agreement, independent contractors, part-time, temporary or seasonal employees of Halloran Consulting Group, Inc. (the "Company") who attained age 21 and completed 1,000 hours of service during such Plan year. The Plan was designed to comply with Section 4975(e)(7) and the regulations thereunder of the Internal Revenue Code of 1986, as amended ("IRC"), and was subject to the provisions of the Employee Retirement Income Security Act of 1974. The Board of Directors was responsible for oversight of the Plan. The Plan’s Trustee determined the appropriateness of the Plan's investment offerings, monitors investment performance, and reports to the Plan's Board of Directors.

The Company was purchased by ProductLife Group on October 10, 2024. On September 17, 2024, the Company's note and amended seller's note (see Note 5) were repaid in full. On October 10, 2024, the Plan document was amended and restated to terminate the Plan effective October 10, 2024. As of the date of the financial statements were issued, the Plan has requested but not yet obtained a favorable determination letter from the Internal Revenue Service ("IRS") and is in the process of completing the appropriate steps to complete the termination of the Plan. See Note 7 for further discussion on the Plan's termination process.

Contributions

The Company was obligated to make contributions in cash to the Plan which, when aggregated with the Plan's dividends and interest earnings, equaled the amount necessary to enable the Plan to make its regularly scheduled payments of principal and interest due on its term loans. Employee contributions were not permitted. Participants who were not employed on the last working day of a Plan year were generally not eligible for an allocation of Company contributions for such year. Additional amounts could be contributed by the Company at the option of the Board of Directors. For the year ended December 31, 2024, the Company approved a contribution of $1,746,128 to the Plan.

1. Description of Plan (Continued)

Participant Accounts

The Plan was a defined contribution plan under which a separate individual account is established for each participant. Each participant's account was credited with, on the last day of each plan year, an allocation of the Company's common stock shares released from the unallocated account, as well as forfeitures of terminated participants' non-vested accounts. Only those participants who are eligible employees of the Company as of the last day of the Plan year would receive an allocation. In accordance with the October 10, 2024 amendment, the last day of the year for 2024 is October 10, 2024, the date of termination.

Allocations were based on a participant's eligible compensation, relative to total eligible compensation. Plan earnings were allocated, as defined in the plan agreement, to each participant's account based on the ratio of the participant's account balance to all participants' account balances.

Vesting

If a participant's employment with the Company was terminated for any reason other than retirement, permanent disability, or death, vesting in their contributions was based on years of continuous service. Participants’ vested 0% for the first two years of credited service and were 100% vested after three years of credited service. Upon death, disability, or normal retirement age, the participant would become fully vested in their account balance.

Voting Rights

Each participant was entitled to exercise voting rights attributable to the shares allocated to his or her account and was notified by Greatbanc Trust Company, the Trustee, prior to the time that such rights were to be exercised. The Trustee was not permitted to vote any allocated share for which instructions had not been given by a participant. The Trustee was required, however, to vote any unallocated shares on behalf of the collective best interests of Plan participants and beneficiaries.

1. Description of Plan (Continued)

Payment of Benefits

On termination of service due to death, disability, or retirement, a participant would receive either a lump sum amount equal to the value of the participant's vested interest in his or her account, or installment payments as provided in the plan document. For termination of service due to other reasons, a participant could receive the value of the vested interest in his or her account as a lump sum distribution. If a terminated participant's vested balance was less than or equal to $5,000, the amount may be automatically distributed in the form of Lump sum. Distributions are made in cash. The amount to be distributed is based upon the immediately preceding valuation date.

Forfeited Accounts

Any portion of the final balances in a participant's account which is not vested will become a forfeiture as of the allocation date of the Plan year in which occurs the earlier of 1) the distribution of the participant's entire vested account balance upon their termination of employment or 2) the participant incurs five consecutive one-year breaks in service. Nonvested participants are deemed to have received a distribution of their vested account upon termination of employment. In the case of a participant who is not an employee of the Company at the time of his/her death, the non-vested portion of the deceased participant's account will be deemed forfeited and available for the allocation for the Plan Year of the participant's death. Plan forfeitures are allocated to each participant's account in the same manner in which the Company contributions are allocated. At both December 31, 2024 and 2023, forfeited nonvested accounts were $0. These accounts will be used to pay plan administrative expenses or the accounts will be allocated to participant accounts of those employed on the last day of the plan year. During 2024, no forfeited nonvested accounts were allocated to participant accounts from forfeited nonvested accounts.

Put Option

Under federal income tax regulations, the Company stock that was held by the Plan and its participants and was not readily tradable on an established market, or was subject to trading limitations, included a put option. The put option was a right to demand that the Company buy any shares of its stock distributed to participants for which there is no market. The put price was representative of the current appraised value of the stock. The Company could pay for the purchase with interest over a period of five years. The purpose of the put option was to ensure that the participant had the ability to ultimately obtain cash.

1. Description of Plan (Continued)

Diversification

Diversification was offered to participants who were at least 55 years old and had participated in the Plan for at least 10 years (a Qualified Participant). During each of the first five years of eligible diversification, a Qualified Participant could withdraw up to 25% of the value of their investment in Company common stock, less any shares previously diversified, and transfer the amount as a rollover into another qualified plan or as a cash withdrawal. In the sixth and subsequent years, the percentage amount that could be withdrawn increased to 50%. The election to diversify was made subsequent to year-end based upon the shares of Company stock in the participant's account at year-end. For the year ended December 31, 2024, $0 was transferred from the Plan to another qualified contribution plan sponsored by the Company. As this plan was adopted in 2020, diversification would not available until 2030.

2. Summary of Accounting Policies

Basis of Accounting

Due to the liquidation of the Plan, the Plan has changed its method of accounting to the liquidation basis of accounting for the year ended December 31, 2024. The liquidation basis of accounting requires that the Plan recognize any assets that had not been previously recognized, but which the Plan expects to either sell in liquidation or use to pay off liabilities and to accrue for the expected disposal costs of assets that will be liquidated. The difference between the ongoing basis of accounting and the liquidation basis of accounting, although not specifically calculated, was presumed to be immaterial. The accompanying financial statements for the year ended December 31, 2023, are prepared under accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

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

2. Summary of Accounting Policies (Continued)

Allocations

The financial statements of the Plan present separately the assets and liabilities and changes therein pertaining to (a) the accounts of employees with rights in allocated stock ("allocated") and (b) stock not yet allocated to employees ("unallocated"), including shares that are committed to be released. Shares are released from collateral and become allocated generally in the period in which debt service is actually paid.

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. The Plan's Administrator, under the supervision of the Company's Board of Directors, determines the Plan's valuation policies utilizing information provided by the investment advisers, custodians and insurance company, as applicable. See Note 3 for discussion of fair value measurements.

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

Payment of Benefits

Benefits are recorded when paid.

Expenses

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements. Investment related expenses are included in net depreciation in fair value of investments.

2. Summary of Accounting Policies (Continued)

Subsequent Events

Subsequent events were evaluated through October 9, 2025, the date the financial statements were available to be issued. Except for as disclosed in Note 7, no events requiring recognition or disclosure in the financial statements were identified.

3. Fair Value Measurements

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

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

Level 2 – Inputs to the valuation technique include:

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

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

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

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

3. Fair Value Measurements (Continued)

Following is a description of the valuation techniques used for assets measured at fair value. There have been no changes in the techniques used at December 31, 2024 and 2023.

Company common stock. Valued at estimated fair value based on an independent third-party appraisal using a combination of widely used valuation approaches, including the market and income valuation techniques. The appraiser considered inputs such as historical and projected cash flow and net income, return on assets, return on equity, market comparables, and estimated fair value of Company assets and liabilities, along with a discount for lack of marketability where appropriate.

Money market fund: Valued at the quoted net asset value (NAV) of shares held by the Plan at year end.

Assets at Fair Value as of December 31, 2024	**Level 1**	**Level 2**	**Level 3**	**Total**
Money market fund	$ 3,696,632	$ -	$ -	$ 3,696,632
Total Investments at Fair Value	$ 3,696,632	$ -	$ -	$ 3,696,632

Assets at Fair Value as of December 31, 2023	**Level 1**	**Level 2**	**Level 3**	**Total**
Money market fund	$ 1,347,996	$ -	$ -	$ 1,347,996
Company common stock	-	-	7,007,400	7,007,400
Total assets in the fair value hierarchy	1,347,996	-	7,007,400	8,355,396
Total Investments at Fair Value	$ 1,347,996	$ -	$ 7,007,400	$ 8,355,396

Changes in Fair Value of Level 3 Assets

There were no distributions of the Plan's level 3 assets for the year ended December 31, 2023. The Plan's level 3 assets depreciated in value by $4,755,159 during the year ended December 31, 2024.

The estimated fair value of the Company's common stock as of December 31, 2023, was $234 per share.

3. Fair Value Measurements (Continued)

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurements

The following tables present the Plan's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments as of December 31, 2023, the significant unobservable inputs and the quantitative information about those inputs.

Instrument		2023	Principal Valuation Technique	Significant Unobservable Inputs	December 31, 2023 Established Rates
Company common stock	$	7,007,400	Discounted cash flow - 50% Weighted	Weighted - average cost of capital	19.5%
				Terminal multiple	4.5x
				Discount for lack of marketability	5% - 20%
				ESOP Tax Shield	26%
	$		Transaction - 50% Weighted	EBITA margin and revenue multiple	1.58x

4. Investment in Common Stock

The Plan's investments in the Company's common shares at December 31, are presented in the following table:

	2023			
	Allocated		Unallocated	
Number of shares		22,805		7,195
Cost	$	4,789,050	$	1,510,950
Estimated fair value	$	5,326,619	$	1,680,781

5. Loans Payable

Company's Note

On December 18, 2020, the Plan purchased 11,904.7619 shares of the Company's common stock with a loan from the Company in the amount of $2,500,000 (the "Company's Note"). The lender had no rights against shares of common stock once they were allocated to participants in accordance with the terms of the Plan. The Company's Note matured on December 18, 2045 and bore interest at a fixed rate of 1.31%. The borrowing was collateralized by the unallocated shares of common stock and was guaranteed by the Company. Shares were released from collateral and allocated to participants as payments of principal and interest were made. The number of shares released in any year was the number of shares held as collateral, multiplied by the ratio of the current year payments divided by the total of this year's payments, plus all future years' principal and interest payments. This resulted in 2,855.4543 shares being released and allocated for the plan year ended December 31, 2024.

As disclosed in Note 1, the Company's Note was repaid in full on September 17, 2024.

Amended Seller's Note

On December 18, 2020, the Plan purchased 18,095.2381 shares of the Company's common stock with a seller's note in the amount of $3,800,000. On January 1, 2021, the principal balance on the seller's note was increased from $3,800,000 to $4,412,418 (the "Amended Seller's Note"). The Amended Seller’s Note bore interest at 1.31%, payable on an annual basis, and provides for twenty-five annual principal payments. The Amended Seller’s Note balance as of December 31, 2023, was $3,933,036. The shares were pledged as collateral for the acquisition of the Amended Seller’s Note.

As principal and interest payments were made, shares would be released from collateral, based on the portion of debt paid. Scheduled principal and interest payments will be funded with contributions from the Company. The shares were released to the ESOP participants based on the ratio of principal plus interest committed to be paid to the total remaining principal plus interest over the life of the loan multiplied by the original number of shares purchased by the ESOP with the loan proceeds. Released shares would be allocated to participants' accounts based on total compensation and length of service. This resulted in 4,340.2866 shares being released and allocated for the plan year ended December 31, 2024. As disclosed in Note 1, the Amended Seller's Note was repaid in full on September 17, 2024.

6. Related-Party and Party In Interest Transactions

Certain administrative functions of the Plan are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan.

The Plan invested in Company common stock and had indebtedness to and guaranteed by the Company. These are related party and party in interest transactions. As described in Note 2, the Company may pay plan expenses. The Plan has a number of service providers. Such providers are parties in interest under ERISA.

7. Plan Termination

As disclosed in Note 1, on October 10, 2024, the Plan document was amended and restated to terminate the Plan. In accordance with the Plan document, plan assets shall be distributed as follows:

(a) at the election of a participant or beneficiary, as applicable, the distribution of up to 80% of each participant's or beneficiary's account balance shall occur as soon as administratively feasible following such election; and (b) the distribution of all remaining assets of the Plan shall occur as soon as administratively feasible following the later of (1) receipt of the IRS determination letter and (2) receipt by the Plan of all funds to which the Plan may be entitled, as reasonably determined by the Plan's trustee.

During 2025 the Plan commenced the liquidation process in accordance with the above terms.

8. Tax Status

The IRS has determined and informed the Company by a letter dated June 30, 2020, that the Plan and related trust are designed in accordance with applicable sections of the IRC. As of the date these financial statements were available to be issued, the Plan has requested but not obtained yet a favorable determination letter applicable to the termination amendment from the Internal Revenue Service and is in the process of completing the appropriate steps to complete the termination of the Plan. Although the Plan has been amended since receiving this letter, the plan administrator believes that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

8. Tax Status (Continued)

Plan management is required to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods pending or in progress.

9. Risks and Uncertainties

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

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
EIN: 04-3408953 Plan Number: 002

December 31, 2024

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	Goldman Sachs Fin Sq Go	Money market fund	$ 3,696,632	$ 3,696,632

See independent auditors' report.

Halloran Consulting Group, Inc. Employee Stock Ownership Plan

Schedule H, Line 4j – Schedule of Reportable Transactions
EIN: 04-3408953 Plan Number: 002

For the Year Ended December 31, 2024

(a) Identity of party involved	(b) Description of assets	(c) Purchase price	(d) Selling price	(e) Expense incurred with transaction	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or loss
Goldman Sachs Fin Sq Go	Money market fund	$ 2,348,636	$ -	$ -	$ 2,348,636	$ 2,348,636	$ -
Halloran Consulting Allocated Shares	Company common stock		2,252,165	-	8,114,400	2,252,165	(5,862,235)
		$ 2,348,636	$ 2,252,165	$ -	$10,463,036	$ 4,600,801	$ (5,862,235)

See independent auditors' report.