

Form 5500

Annual Return/Report of Employee Benefit Plan

OMB Nos. 1210-0110 1210-0089

2024

This Form is Open to Public Inspection

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

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.

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... [X] a single-employer plan [] a DFE... B This return/report is: [] the first return/report [] the final return/report... [X] an amended return/report [] a short plan year return/report... 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... 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: WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN
1b Three-digit plan number (PN): 003
1c Effective date of plan: 01/01/2017
2a Plan sponsor's name (employer, if for a single-employer plan): WORLD TRAVEL, INC.
2b Employer Identification Number (EIN): 23-2228965
2c Plan Sponsor's telephone number: 484-348-6665
2d Business code (see instructions): 561500

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.

Table with 4 columns: SIGN HERE, Signature of plan administrator, Date, Enter name of individual signing as plan administrator. Includes rows for employer/plan sponsor and DFE.

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

Form 5500 (2024) v. 240311

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	3b Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN	
	4d PN	
5 Total number of participants at the beginning of the plan year	5	679
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6a(1)	517
	6a(2)	459
	6b	6
	6c	177
	6d	642
	6e	6
	6f	648
	6g(1)	637
6g(2)	641	
6h	39	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2I 2P 3I

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

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) <input type="checkbox"/> Insurance	(1) <input type="checkbox"/> Insurance
(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts	(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts
(3) <input checked="" type="checkbox"/> Trust	(3) <input checked="" type="checkbox"/> Trust
(4) <input type="checkbox"/> General assets of the sponsor	(4) <input type="checkbox"/> General assets of the sponsor

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

a Pension Schedules

- (1) **R** (Retirement Plan Information)
- (2) **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary
- (4) **DCG** (Individual Plan Information) – Number Attached 0
- (5) **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

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

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

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

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

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

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

Receipt Confirmation Code _____

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

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

A Name of plan WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN	B Three-digit plan number (PN) ▶	003
C Plan sponsor's name as shown on line 2a of Form 5500 WORLD TRAVEL, INC.	D Employer Identification Number (EIN) 23-2228965	

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 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 WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN	B Three-digit plan number (PN) ▶ 003
C Plan sponsor's name as shown on line 2a of Form 5500 WORLD TRAVEL, INC.	D Employer Identification Number (EIN) 23-2228965

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

		(a) Beginning of Year	(b) End of Year
Assets			
a Total noninterest-bearing cash	1a	1106	18839
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		121933
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	263	2
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(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)	5508199	5427661
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)	93739200	108038400
(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	99248768	113606835
Liabilities			
g Benefit claims payable.....	1g		86860
h Operating payables.....	1h		
i Acquisition indebtedness.....	1i		
j Other liabilities.....	1j	156628238	153391871
k Total liabilities (add all amounts in lines 1g through 1j).....	1k	156628238	153478731
Net Assets			
l Net assets (subtract line 1k from line 1f).....	1l	-57379470	-39871896

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)	8355263	
(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)		8355263
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)	14	
(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)		14
(2) Dividends:			
(A) Preferred stock.....	2b(2)(A)		
(B) Common stock.....	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	290968	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		290968
(3) Rents.....	2b(3)		
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds.....	2b(4)(A)		
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result.....	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets:			
(A) Real estate.....	2b(5)(A)		
(B) Other.....	2b(5)(B)	14299202	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-2204
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		22943243

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1245123	
(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)		1245123
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		4190546
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		5435669

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		17507574
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **EISNER AMPER LLP**

(2) EIN: **87-1363769**

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?	X		86860
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) Yes No Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

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

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

A Name of plan <u>WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN</u>	B Three-digit plan number (PN) ▶	<u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>WORLD TRAVEL, INC.</u>	D Employer Identification Number (EIN) <u>23-2228965</u>	

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): 33-6134835

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

a Name of contributing employer _____

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part VII IRS Compliance Questions

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

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

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

WORLD TRAVEL, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FINANCIAL STATEMENTS

DECEMBER 31, 2024 and 2023
(with supplemental information)

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Contents

	<u>Page</u>
Independent Auditors' Report	1 - 3
Financial Statements	
Statements of net assets (deficit) available for benefits as of December 31, 2024 and 2023	4
Statement of changes in net assets (deficit) available for benefits for the year ended December 31, 2024	5
Notes to financial statements	6 - 18
Supplemental Information	
Schedule H, Line 4i - schedule of assets (held at end of year) as of December 31, 2024	19

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator, Participants and Beneficiaries
of the World Travel, Inc. Employee Stock Ownership Plan

Opinion

We have audited the financial statements of the World Travel, 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 statements of net assets (deficit) available for benefits as of December 31, 2024 and 2023, and the related statement of changes in net assets (deficit) available for benefits for the year ended December 31, 2024, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets (deficit) available for benefits of the Plan as of December 31, 2024, and 2023, and the changes in net assets (deficit) available for benefits for the year ended December 31, 2024, 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 the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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 the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

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

Other Matter

Supplemental Schedule Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets (held at end of year) as of December 31, 2024, is presented for purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.



In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including the form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedule 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

EisnerAmper LLP

EISNERAMPER LLP
Philadelphia, Pennsylvania
October 15, 2025

EISNERAMPER
LLP



WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Statements of Net Assets (Deficit) Available for Benefits

	December 31,					
	2024			2023		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
ASSETS						
Investments at fair value:						
World Travel, Inc. common stock	\$ 27,765,537	\$ 80,272,863	\$ 108,038,400	\$ 21,779,794	\$ 71,959,406	\$ 93,739,200
Money market fund	5,427,663	-	5,427,663	5,508,461	-	5,508,461
Employer contribution receivable	76,951	44,981	121,932	-	-	-
Cash	18,840	-	18,840	1,107	-	1,107
Total assets	33,288,991	80,317,844	113,606,835	27,289,362	71,959,406	99,248,768
LIABILITIES						
Note payable	-	153,346,890	153,346,890	-	156,628,238	156,628,238
Employer advance payable	69,811	-	69,811	-	-	-
Accrued interest	-	44,981	44,981	-	-	-
Total liabilities	69,811	153,391,871	153,461,682	-	156,628,238	156,628,238
Net assets (deficit) available for benefits	\$ 33,219,180	\$ (73,074,027)	\$ (39,854,847)	\$ 27,289,362	\$ (84,668,832)	\$ (57,379,470)

See accompanying notes to financial statements

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Statement of Changes in Net Assets (Deficit) Available for Benefits Year ended December 31, 2024

	<u>Allocated</u>	<u>Unallocated</u>	<u>Total</u>
Additions to (deductions from) net assets attributed to:			
Employer contributions	\$ 876,229	\$ 7,479,034	\$ 8,355,263
Net realized/unrealized appreciation in fair value of investments	3,327,281	10,969,717	14,296,998
Interest income	14	-	14
Allocation of 489,596 shares of common stock of World Travel, Inc. at fair value	2,663,400	-	2,663,400
Interest expense	-	(4,190,546)	(4,190,546)
Distributions to participants	(1,228,074)	-	(1,228,074)
Mutual fund dividends	290,968	-	290,968
Allocation of 489,596 shares of common stock of World Travel, Inc. at fair value	-	(2,663,400)	(2,663,400)
	<u>5,929,818</u>	<u>11,594,805</u>	<u>17,524,623</u>
Net increase			
Net assets (deficit) available for benefits – beginning of year	<u>27,289,362</u>	<u>(84,668,832)</u>	<u>(57,379,470)</u>
Net assets (deficit) available for benefits – end of year	<u>\$ 33,219,180</u>	<u>\$ (73,074,027)</u>	<u>\$ (39,854,847)</u>

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN

The following description of the World Travel, Inc. Employee Stock Ownership Plan (the "Plan") is provided for general information purposes only. Participants should refer to the Plan agreement for complete information.

[1] General:

The board of directors of World Travel, Inc. (the "Company") adopted the World Travel, Inc. Employee Stock Ownership Plan ("ESOP"), effective as of January 1, 2017, for eligible employees. In addition, the Company entered into a trust agreement with a trustee acting on the behalf of World Travel, Inc. Employee Stock Ownership Trust ("Trust"). The Trust accepts all contributions from the Company and holds and invests the trust fund in accordance with the agreement. The ESOP qualifies as a stock bonus plan under Section 401(a) and as an employee stock ownership plan under Section 4975(e)(7) of the Internal Revenue Code ("IRC") and Section 407(d)(6) of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan purchased 19,860,000 shares of the Company's common stock which was financed by the Company (see Note G). The borrowing is to be repaid over a period of 45 years by the Plan. As of the end of the year, an appropriate percentage of stock will be allocated to eligible employees' accounts as of the last day of the Plan year during which a contribution is made. Shares vest in accordance with the vesting percentage schedule. The common stock is held in the Trust established by the Plan.

The borrowing is collateralized by the unallocated shares of common stock. The Company has no rights against shares of common stock once they are allocated under the provisions of the ESOP. Accordingly, the financial statements of the Plan as of December 31, 2024 and 2023, and for the year ended December 31, 2024, present separately the assets and liabilities and changes therein pertaining to:

1. Shares of common stock allocated to participant accounts (allocated) and
2. Common stock not yet allocated to employees (unallocated).

[2] Eligibility:

Participation

A participant shall share in contributions for all Plan years during which he or she (i) attained age 21, (ii) has been credited with at least 1,000 hours of service, and (iii) is an eligible employee on the last day of the Plan year. A participant shall also be entitled to share in contributions for the Plan year of his or her disability, death, or termination of employment with the Company after reaching his or her normal retirement age. The Plan entry dates are January 1 and July 1 of each Plan year.

Participation after reemployment

A person whose employment with the Company is terminated, who was previously a participant but his or her participation had ceased or who had met the age and service requirements to become a participant, and who subsequently becomes an eligible employee, shall become a participant on the entry date coincident with or next following the date he or she becomes an eligible employee.

Transferred participants

A participant who remains in the employ of the Company but ceases to be an eligible employee shall continue to be a participant but shall not be eligible to share in contributions while his or her employment status is other than as an eligible employee.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN (CONTINUED)

[2] Eligibility: (continued)

Termination of participants

A participant's participation shall terminate on the date he or she is no longer employed by the Company unless the participant has an account balance under the Plan, in which case his or her participation shall terminate when that account balance is distributed.

[3] Contributions:

The Company's contributions are discretionary and will be deposited into the trust fund and held for the benefit of participants. Company contributions may be paid by the Company in cash, shares of Company stock, or to the extent allowable by the trustee or applicable law by forgiveness of indebtedness. Any Company contributions made by forgiveness of indebtedness shall be pursuant to a written certificate of the Company describing the indebtedness that is forgiven, the date of forgiveness, and the principal and interest portions thereof. The contributions deposited by the Company in the trust fund shall constitute a fund held for the benefit of participants and their eligible beneficiaries under and in accordance with this Plan.

No part of the principal or income of the trust fund shall be used for, or diverted to, purposes other than for the exclusive benefit of such participants and their eligible beneficiaries and alternate payees (including necessary administrative costs).

The Company's contributions will be allocated as of the last day of the Plan year for which the contribution is made among the Company contribution account and the Company stock account of the eligible participants in the proportion that his or her compensation for that Plan year bears compensation of all participants eligible to share in the Company contribution for that Plan year.

The Company made elective contributions in the amount of \$8,355,263 during the year ended December 31, 2024. Of this contribution, \$3,288,488 (including the contribution receivable amount of \$7,140) represents principal payments and \$4,190,546 is related to interest payments on the Company ESOP loan. This contribution released 489,596 shares at \$10.10 per share based upon the purchase price for the Company. The Company also contributed \$876,229 on December 31, 2024, for payment of benefits for Plan year 2024.

Participants are not required or permitted to make any contributions to the Plan.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN (CONTINUED)

[4] Payment of benefits:

A participant's vested account balance will be distributable upon the occurrence of any one of the following events: (a) death or disability, (b) Plan termination, (c) normal retirement, (d) tenth anniversary of being in the Plan, and (e) any other termination of service. A participant (or the participant's beneficiary in the case of the participant's death) whose account balance has a total value of \$5,000 or less shall receive the value of his or her entire account balance in a lump sum by the end of the first Plan year after the Plan year in which such participant incurs a severance from employment with the Company, including, but not limited to, death, disability, retirement, and voluntary or involuntary severance from employment.

Unless otherwise provided for in a nondiscriminatory distribution policy adopted by the Plan administrator, the distribution of a participant's account balance shall be in substantially equal periodic annual payments over a period not longer than the greater of (i) five years, or (ii) in the case of a participant's account with a balance in excess of \$1,230,000, five years plus one additional year (but not more than five additional years) for each \$265,000 or fraction thereof by which such balance exceeds \$1,080,000, with both amounts subject to increases for cost of living adjustments as described in Section 409(o)(2) of the Code.

Notwithstanding any provision of this Plan to the contrary, in the event of a distribution greater than \$1,000, if the participant does not elect to have such distribution paid directly to an eligible retirement plan specified by the participant in a direct rollover or to receive the distribution directly, then the Plan administrator will direct the trustee to pay the distribution in a direct rollover to an individual retirement plan designated by the Plan administrator. No participant shall be required to receive a distribution of all or part of his or her account balance prior to his or her normal retirement age if his or her total account balance under this Plan exceeds \$5,000. In the event that a participant terminates employment at a time when he or she is zero percent vested in his or her account, the participant shall be deemed to have received a lump-sum distribution of his or her entire vested account balance (\$0) at the time of his or her termination of employment.

[5] Form of distributions:

Distribution of a participant's account shall be cash; provided, however, that the Plan administrator shall provide written notification to the participant of his or her right to demand that the value of the portion of his or her account not diversified pursuant to Article XI be distributed solely in Company stock. If, however, the Company's certificate of incorporation or its bylaws restrict ownership of substantially all of the Company's stock to its employees and/or to qualified trusts established for the benefit of its employees, or the Company has in effect a valid election to be taxed as a subchapter S-corporation, a participant's benefits shall be paid in cash, or if the Plan administrator elects, shares of Company stock subject to a requirement that they be sold to the Company immediately upon distribution.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN (CONTINUED)

[6] Option to have the Company purchase company stock:

Any participant, alternate payee or beneficiary who receives Company stock as a distribution shall have the right to require the Company to purchase all Company stock received in a distribution for its current fair market value (hereinafter referred to as the "put option"). The put option shall not apply to the extent that the Company stock may be sold on an established market in accordance with federal and state securities laws and regulations. The put option shall be exercisable only with respect to the entire distribution of Company stock. The put option shall be exercised by written notice to the Company during the first 60 days after the Company stock is distributed by the Plan and for a 60-day period commencing one year after the Company stock is distributed by the Plan, and, if exercised, the trustee may, in his or her sole discretion, assume the Company's rights and obligation with respect to purchasing the Company stock. If the Company is required to repurchase Company stock distributed to a participant as part of a distribution of a participant's entire account within a single taxable year of the participant, (i) the amount to be paid must be paid in substantially equal periodic payments (not less frequently than annually) over a period beginning not later than 30 days after the exercise of the put option described above and not exceeding five years, and (ii) there must be adequate security provided and a reasonable rate of interest paid on the unpaid amounts referred to in (i) above. If the Company is required to repurchase Company stock as part of an installment distribution, the amount to be paid for the Company stock shall be paid no later than 30 days after the exercise of the put option described above. Nothing contained herein shall be deemed to obligate the Company to register any Company stock under any federal and state securities law or to create a public market to facilitate transferability of Company stock. The put option herein described may only be exercised by a person described in the first sentence of this paragraph and may not be transferred either separately or together with any Company stock to any other person. If the Company's certificate of incorporation or its bylaws restrict ownership of substantially all of the Company's stock to its employees and/or to qualified trusts established for the benefit of its employees, or the Company has in effect a valid election to be taxed as a subchapter S-corporation, then shares of Company stock distributed to or for a participant or an alternate payee must be immediately sold to the Company in accordance with this section and the participant or alternate payee will not be entitled to the two 60-day put option periods.

[7] Restriction on participants disposition of Company stock:

Any participant, alternate payee or beneficiary who receives Company stock shall, prior to any sale or other transfer of the company stock, first offer in writing to sell the Company stock to the Company and the Plan at its fair market value.

[8] Voting rights:

With the trust fund, the trustee shall vote in accordance with the trust agreement all shares of Company stock held by the Plan with respect to all corporate matters upon which Company shareholders are entitled or permitted to vote. Voting rights under Company stock that are held by the trustee for a participant's account shall be exercised by the trustee in accordance with the responsibility of the fiduciary and as directed by the Plan administrator with respect to approval or disapproval of any corporate merger or consolidation, recapitalization, reclassification, liquidation, dissolution, sale of substantially all assets of a trade or business, or such similar transactions as are prescribed in regulations under the Code, each participant shall be entitled to vote the shares of Company stock allocated to his or her account, and he or she shall be given notice, either in person or by certified mail, of the following: (i) the matter to be decided; (ii) that he or she is entitled to direct the trustee as to the manner of voting the Company stock allocated to his or her account; and (iii) the procedure to be followed to exercise his or her voting rights. Shares for which voting instructions are not received and shares of Company stock in the unallocated stock suspense account shall be voted by the trustee in the same proportion as the allocated Company stock for which voting instructions are received from participants, subject to the provisions of applicable law.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN (CONTINUED)

[9] Plan termination:

Possibility of amendment or termination

The Company reserves the right to amend or terminate this Plan (in whole or in part) and the trust agreement at any time. Neither amendment nor termination of the Plan shall retroactively reduce the accrued benefits or vested rights of participants nor permit, unless otherwise allowable by law or as provided herein, any part of the trust assets to be diverted to or used for any purpose other than for the exclusive benefit of the participants, beneficiaries, and alternate payees prior to the satisfaction of all liabilities under the Plan. The Company specifically reserves the right to amend the Plan and the trust agreement retroactively to satisfy any applicable requirements of the Code and ERISA.

In the event of a Plan termination, participants will become fully vested in their accounts.

[10] Participant accounts:

Creation of accounts

The Plan administrator shall create and maintain adequate records to disclose the interest in the trust fund of each participant, beneficiary and alternate payee under the Plan. Such records shall be in the form of individual accounts, and credits and charges shall be made to such accounts. The maintenance of individual accounts is only for accounting purposes, and a segregation of the assets of the trust fund to each account shall not be required. Distributions made from an account shall be charged to the account as of the date paid.

Valuation

The value of the trust fund shall be determined by the trustee as of each valuation date. The value of any Company stock held in the trust fund shall be determined by an independent appraiser as of the close of business on each valuation date on the basis of the fair market value of the assets of the trust fund.

Apportionment of gain or loss

The value of the trust fund shall be compared with the value of the trust fund as of the previous valuation date. Any difference in the value, not including contributions made since the preceding valuation date, shall be the net increase or decrease of the trust fund, and such amount shall be ratably apportioned by the Plan administrator on its books among the participants' accounts.

Allocations of contributions

- (A) Each Company contribution shall be allocated as of the last day of the Plan year for which the contribution is made, among the Company contribution account and the Company stock account of eligible participants, in the proportion that his or her compensation for that Plan year bears to the compensation of all participants eligible to share in the Company contribution for that Plan year.
- (B) Each participant's Company contribution account shall be credited with the participant's allocable share of the Company contribution contributed in cash, and the participant's appropriate account shall be debited for the participant's allocable share (to be determined by the same method used to allocate Company contributions) of cash payments made for the acquisition of Company stock or for the payment of principal and/or interest on an acquisition loan. Each participant's Company stock account shall be credited with the participant's allocable share of Company stock contributed in kind by the Company for the Plan year or purchased and paid for by the trustee out of the participant's Company contribution account.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN (CONTINUED)

[10] Participant accounts: (continued)

Allocation of dividends or distributions

- Any cash dividends or distributions paid on shares of Company stock allocated to Company stock accounts and remitted to the trust fund shall be applied to repayment of an outstanding acquisition loan related to the Company stock upon which the dividend or distribution is received. If there is no acquisition loan outstanding at the time of the dividend, then cash dividends or distributions shall be invested by the trustee.
- If cash dividends or distributions on allocated shares are used for repayment of an acquisition loan, each account holding allocated shares shall receive an allocation of Company stock from the unallocated stock suspense account as a result of such dividends or distributions. The Company stock allocated shall have a fair market value equal to the amount of the cash dividend or distributions used for the acquisition loan repayment.
- Any shares from the unallocated stock suspense account to be allocated to participant accounts pursuant to the above paragraph above shall be allocated in the proportion to which the cash dividend or distributions is attributable to Company stock held in each participant account. Any stock dividends received on Company stock shall be credited to the accounts to which such Company stock was allocated. Cash dividends or distributions paid with respect to shares of Company stock in the unallocated stock suspense account shall be applied to the repayment of the acquisition loan under which such stock was purchased.
- Dividends or distributions paid on Company stock by forgiveness of debt in connection with an acquisition loan shall be treated as cash dividends applied to repayment of an outstanding acquisition loan.

Allocations of proceeds from sale or liquidation

- Proceeds with respect to Company stock allocated to a participant's account as a result of sale or redemption of Company stock, or of distributions from liquidation of the Company resulting from sale or other disposition of substantially all of the Company's assets (a "sale"), shall be allocated in the Plan year in which such proceeds are received to such participant's account.
- Proceeds of a sale with respect to Company stock held in the unallocated stock suspense account, net of proceeds applied to repayment of an outstanding acquisition loan, shall be allocated in the Plan year in which such proceeds are received. The proportion of such sale proceeds allocated to the accounts of each participant shall be the ratio of the balance of that participant's accounts to the accounts of all participants, computed as of the date immediately prior to any distribution made to participants in connection with the receipt of such proceeds.

Accounting for allocations

- The Plan administrator shall establish and maintain accounting procedures for the purpose of making the allocations, valuations, and adjustments to participants' accounts.
- The settlement adjustment was allocated among the participants as defined by the settlement agreement. See Note K for additional information.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN (CONTINUED)

[11] Vesting:

Vesting of the employer contributions accrues for each year of service at 20% annually after the first full year of service. For the Plan's purpose, vesting starts at January 1, 2017. A participant becomes fully vested after six years of service. Regardless of the vesting schedule, a participant will become fully vested upon the occurrence of any one of the following events: (a) death, (b) total and permanent disability, or (c) the date the participant attains the age of 65.

<u>Years of Service</u>	<u>Vesting</u>
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years	100%

[12] Diversification:

- A participant who is a qualified participant may elect, within 90 days after the last day of each Plan year in his or her qualified election period, to direct the investment of 25 percent (or 50 percent with respect to the last year of the qualified election period) of the sum of (a) the value of his or her common stock accounts, determined as of the valuation date coincident with the last day of the preceding Plan year, plus (b) the aggregate amount of distributions paid to the participant during his or her qualified election period. The amount of the participant's common stock account that he or she may direct shall be reduced by the aggregate amount of distributions paid to the participant during his or her qualified election period. The participant shall make an election under this section in writing on a form to be prescribed by the Plan administrator.
- "Qualified Participant" means any participant who has attained age 55 and who has ten years of participation under this Plan, and "Qualified Election Period" means the six-plan year period beginning with the Plan year in which the participant becomes a qualified participant.
- A qualified participant may direct a portion of his or her common stock account under the Plan and shall either: (i) be offered the opportunity to invest the diversified portion in at least three investment options under the Plan other than investment in Company securities; or (ii) shall receive, upon the participant's written consent, the directed portion as a distribution under the Plan. Any investment or distribution under this section shall be made within 90 days after the last day of the 90-day election period described above in which the participant elects to receive a distribution.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE A - DESCRIPTION OF PLAN (CONTINUED)

[13] Forfeitures:

If all of a participant's account is not vested under the Plan upon a participant's termination of employment with the Company, the nonvested portion of the participant's account shall remain in the Plan, but no further allocation of Company contribution (or forfeitures) to the Plan shall be made to the participant's account. If the participant has a period of break in service of at least five years, the nonvested portion of the participant's account shall be forfeited and deemed to be a Company contribution to the Plan for the Plan year in which the forfeiture occurs. If a participant receives a distribution, the forfeiture of the participant's account that is not vested under the Plan shall occur at the time of the distribution. Any financed shares allocated to a participant's account shall be forfeited only after other assets have been forfeited. At December 31, 2024, \$1,591 in cash and 68,445 shares, which were valued at \$372,341, were allocated to the remaining participants' accounts. At December 31, 2023, \$10 in cash and 42,298 shares, which were valued at \$199,647, were allocated to the remaining participants' accounts.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

[1] Basis of accounting:

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

[2] Use of estimates:

The preparation of financial statements in accordance with generally accepted accounting principles in the United States of America requires the Plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

[3] Investment valuation and income recognition:

The shares of Company common stock are valued at fair value, as determined by an independent appraiser at each year end. The Plan's money market fund is valued at net asset value. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) in the value of investments includes the Plan's gains and losses on investments bought and sold, as well as held during the year. See Note C for discussion on fair value measurements.

[4] Payment of benefits:

Benefits are recorded when paid.

[5] Operating expenses:

The reasonable expenses incurred by the Plan administrator in connection with the operation of the Plan, including, but not limited to, the expenses incurred by reason of the engagement of professional assistants and consultants, shall be expenses of the Plan and shall be payable from the trust fund at the direction of the Plan administrator. The Company shall have the option, but not the obligation, to pay any such expenses, in whole or in part, and, by doing, to relieve the trust fund from the obligation of bearing such expenses. Payment of any such expenses by the Company on one occasion shall not bind the Company to pay any similar expenses on any subsequent occasion.

For the year ended December 31, 2024, all administrative expenses for the Plan were paid directly by the Company.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE C - FAIR VALUE MEASUREMENTS

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

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

Level 2 – Inputs to the valuation methodology include: (1) quoted prices for similar assets or liabilities in active markets; (2) quoted prices for identical or similar assets or liabilities in inactive markets; (3) inputs other than quoted prices that are observable for the asset or liability; or (4) inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

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

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

Following is a description of the valuation methodologies used for investment assets measured at fair value.

Level 1 fair value measurements

Money market funds – Valued at one dollar per share held by the Plan at year end. Money market funds held by the Plan are mutual funds invested in highly liquid, near-term instruments and are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value ("NAV") and to transact at that price. The money market funds held by the Plan are deemed to be actively traded.

Level 3 fair value measurements

World Travel, Inc. is an independent travel agency providing travel planning and booking, travel management, consulting, and event planning and coordination services primarily for corporate customers.

The fair value of the Company common stock is based on an annual independent appraisal. The Company used the discounted cash flow method for 2024 and 2023. The appraiser took into account historical and projected cash flow and net earnings, weighted average cost of capital, market comparable, and applicable discounts and premiums.

The trustee, under the supervision of the Company's board of directors, determines the fair value measurement policies and procedures. Those policies and procedures will be reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

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

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE C - FAIR VALUE MEASUREMENTS (CONTINUED)

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

Investment Assets at Fair Value as of December 31, 2024

	<u>Level 1</u>	<u>Level 3</u>	<u>Total</u>
World Travel, Inc. common stock	\$ -	\$ 108,038,400	\$ 108,038,400
Money market fund	<u>5,427,663</u>	<u>-</u>	<u>5,427,663</u>
Investments at fair value	<u>\$ 5,427,663</u>	<u>\$ 108,038,400</u>	<u>\$ 113,466,063</u>

Investment Assets at Fair Value as of December 31, 2023

	<u>Level 1</u>	<u>Level 3</u>	<u>Total</u>
World Travel, Inc. common stock	\$ -	\$ 93,739,200	\$ 93,739,200
Money market fund	<u>5,508,461</u>	<u>-</u>	<u>5,508,461</u>
Investments at fair value	<u>\$ 5,508,461</u>	<u>\$ 93,739,200</u>	<u>\$ 99,247,661</u>

The following table provides further details of the Plan's Level 3 fair value measurement.

	<u>Company Common Stock</u>
<u>Year Ended December 31, 2024</u>	
Beginning balance	\$ 93,739,200
Total gain included in changes in net assets (deficit) available for benefits	<u>14,299,200</u>
Ending balance	<u>\$ 108,038,400</u>
Total gain included in changes in net assets (deficit) available for benefits attributable to the change in unrealized gains relating to investments held at the end of the reporting period	<u>\$ 14,299,200</u>

Gains included in changes in net assets (deficit) available for benefits for the year ended December 31, 2024 are reported in net realized/unrealized appreciation in fair value of investments.

The Plan's policy is to recognize transfers into and out of Level 3 as of the date of the event or change in circumstances that caused the transfer. For the year ended December 31, 2024, there were no transfers into or out of Level 3.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE D - TAX STATUS

The IRS has determined and informed the Company by a letter dated March 8, 2019, stating that the Plan is qualified under the IRC and, therefore, the related trust is exempt from taxation.

Accounting principles generally accepted in the United States of America require Plan management 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 a government authority. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2024, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine examinations by taxing jurisdictions. The IRS audit for Plan years 2020 through 2023 has been completed with no material findings.

NOTE E - ADMINISTRATION OF PLAN ASSETS

The Plan's assets, which consist principally of Company common stock, are held by the trustee of the Plan.

Company contributions are held and managed by the trustee, which invests cash received, interest, and dividend income and makes distributions to participants. The trustee also administers the payment of interest and principal on the loan, which is funded with contributions as determined by the Company.

NOTE F - INVESTMENTS

The Plan's investments in the Company's common stock at December 31, 2024 and 2023 are as follows:

	2024		2023	
	Allocated	Unallocated	Allocated	Unallocated
Number of shares	<u>5,103,959</u>	<u>14,756,041</u>	<u>4,614,363</u>	<u>15,245,637</u>
Cost	<u>\$ 51,546,701</u>	<u>\$149,026,516</u>	<u>\$ 46,602,096</u>	<u>\$153,971,121</u>
Fair value	<u>\$ 27,765,537</u>	<u>\$ 80,272,863</u>	<u>\$ 21,779,794</u>	<u>\$ 71,959,406</u>

NOTE G - NOTE PAYABLE

In 2017, the Plan entered into a \$200,573,217 term loan agreement with the Company. The proceeds of the loan were used to purchase the Company's common stock. Unallocated shares are collateral for the loan. Shares are released from collateral and allocated to participants when principal and interest payments are made. The number of shares released in any year is the number of shares held as collateral, multiplied by the ratio of the current year's principal and interest payments, divided by the total of this year's principal and interest payments plus all future years' principal and interest payments.

This resulted in 489,586 and 488,184 shares being released and allocated for the Plan years ended December 31, 2024 and 2023, respectively. The fair value of the note payable as of December 31, 2024 and 2023 was \$153,346,890 and \$156,628,238, respectively. For the year ended December 31, 2024, interest expense was \$4,190,546.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE G - NOTE PAYABLE (CONTINUED)

The scheduled amortization of the loan for the next five years and thereafter is as follows:

<u>Year Ending December 31,</u>	<u>Amount</u>
2025	\$ 3,381,780
2026	3,464,968
2027	3,557,714
2028	3,642,459
2029	3,750,438
Thereafter	<u>135,549,531</u>
Total	<u>\$ 153,346,890</u>

The loan bears interest at an annual nominal rate of 2.64%.

NOTE H - EMPLOYER ADVANCE PAYABLE

Employer advance payable represents the current year's distribution obligations which were advanced to the Plan from the Plan sponsor prior to year end. Employer advance payable at December 31, 2024 and 2023 was \$69,811 and \$- , respectively.

NOTE I - RISKS AND UNCERTAINTIES

The Plan's investments consist primarily of the Company's common stock, which is exposed to various risks, including interest rate, market and credit risks, as well as valuation assumptions based on earnings and cash flows. Due to the level of risk associated with the investment in the common stock and to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in the value of the common stock will occur in the near term, and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Volatility in the financial market may significantly impact the subsequent valuation of the Plan's investments. Accordingly, the valuation of investments at December 31, 2024 may not necessarily be indicative of amounts that could be realized in a current market exchange.

NOTE J - RELATED PARTY TRANSACTIONS AND PARTY-IN-INTEREST TRANSACTIONS

The Plan invests in Company common stock and has indebtedness guaranteed by the Company. These are related party and party-in-interest transactions.

As described in Notes B and E, the Plan sponsor pays the expenses of the Plan.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Notes to Financial Statements December 31, 2024 and 2023

NOTE K - SETTLEMENT

On May 11, 2021, former employees of the Company filed a lawsuit against the Plan's trustee and a former member of the Company's management (the "Defendants"), which is a class action seeking recovery on behalf of the Plan for losses involving the initial share purchase in 2017. In January 2023, a class action settlement agreement (the "Agreement") was entered into with the former employees of the Company and the trustee, trustee's firm, and the selling shareholder of the Company, and approved by the court in June 2023. Per the Agreement, the Defendant's contributed \$8,700,000 to a Settlement Fund on July 18, 2023, which was divided between lawyers, settlement administrators and class action recipients. In 2023, the class action recipients received \$5,655,420 in total, \$187,495 of which was paid to participants who were no longer in the Plan. The remaining \$5,467,925 was deposited into a money market fund in the Plan and allocated among the participants as defined by the Agreement.

NOTE L - RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements for the year ended December 31, 2024 and 2023 to Form 5500:

	<u>2024</u>	<u>2023</u>
Net assets (deficit) available for benefits per the financial statements	\$ (39,854,847)	\$ (57,379,470)
Benefit claims payable	<u>(17,049)</u>	<u>-</u>
Net assets (deficit) available for benefits per Form 5500	<u>\$ (39,871,896)</u>	<u>\$ (57,379,470)</u>

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

Net increase in net assets available for benefits per the financial statements	\$ 17,524,623
Benefit claims payable	<u>(17,049)</u>
Net increase in net assets available for benefits per Form 5500	<u>\$ 17,507,574</u>

NOTE M - SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 15, 2025, which is the date the financial statements were available to the issued.

SUPPLEMENTAL INFORMATION

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Employer Identification No. 23-2228965, Plan No. 003
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2024

(a)	(b)	(c)	(d)	(e)
<u>Identity of Issue, Borrower, Lessor or Similar party</u>	<u>Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Value</u>	
*	World Travel, Inc.	19,860,000 shares of common stock	\$ 200,573,217	\$ 108,038,400
	Wells Fargo	Federated Hermes Instl Prime Value Money Market fund	5,427,170	<u>5,427,663</u>
	Total assets held for investment purposes			<u>\$ 113,466,063</u>

* Party-in-interest as defined by ERISA.

WORLD TRAVEL, INC. EMPLOYEE STOCK OWNERSHIP PLAN

Employer Identification No. 23-2228965, Plan No. 003
 Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
 December 31, 2024

(a)	(b)	(c)	(d)	(e)
<u>Identity of Issue, Borrower, Lessor or Similar party</u>	<u>Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Value</u>	
*	World Travel, Inc.	19,860,000 shares of common stock Federated Hermes Instl Prime Value	\$ 200,573,217	\$ 108,038,400
	Wells Fargo	Money Market fund	5,427,170	<u>5,427,663</u>
	Total assets held for investment purposes			<u>\$ 113,466,063</u>

* Party-in-interest as defined by ERISA.