

Form 5500

Annual Return/Report of Employee Benefit Plan

OMB Nos. 1210-0110 1210-0089

Department of the Treasury Internal Revenue Service

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).

2024

Department of Labor Employee Benefits Security Administration

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

Pension Benefit Guaranty Corporation

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

- A This return/report is for: [ ] a multiemployer plan [ ] a multiple-employer plan... [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: J.D. STEEL CO., INC. EMPLOYEE STOCK OWNERSHIP PLAN
1b Three-digit plan number (PN): 004
1c Effective date of plan: 01/01/1995
2a Plan sponsor's name (employer, if for a single-employer plan): J.D. STEEL CO., INC.
2b Employer Identification Number (EIN): 86-0226433
2c Plan Sponsor's telephone number: 602-254-8833
2d Business code (see instructions): 812990

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, Date, and Name. Rows include: 1. Filed with authorized/valid electronic signature, 12/01/2025, JOHN PETROCELLI (plan administrator); 2. Filed with authorized/valid electronic signature, 12/01/2025, JOHN PETROCELLI (employer/plan sponsor); 3. Signature of DFE, Date, Enter name of individual signing as DFE.

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

Form 5500 (2024) v. 240311

<b>3a</b> Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	<b>3b</b> Administrator's EIN	
	<b>3c</b> Administrator's telephone number	
<b>4</b> 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: <b>a</b> Sponsor's name <b>c</b> Plan Name	<b>4b</b> EIN	
	<b>4d</b> PN	
<b>5</b> Total number of participants at the beginning of the plan year	<b>5</b>	387
<b>6</b> Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines <b>6a(1)</b> , <b>6a(2)</b> , <b>6b</b> , <b>6c</b> , and <b>6d</b> ). <b>a(1)</b> Total number of active participants at the beginning of the plan year ..... <b>a(2)</b> Total number of active participants at the end of the plan year ..... <b>b</b> Retired or separated participants receiving benefits..... <b>c</b> Other retired or separated participants entitled to future benefits ..... <b>d</b> Subtotal. Add lines <b>6a(2)</b> , <b>6b</b> , and <b>6c</b> ..... <b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. .... <b>f</b> Total. Add lines <b>6d</b> and <b>6e</b> ..... <b>g(1)</b> Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) ..... <b>g(2)</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) ..... <b>h</b> Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	<b>6a(1)</b>	219
	<b>6a(2)</b>	161
	<b>6b</b>	4
	<b>6c</b>	160
	<b>6d</b>	325
	<b>6e</b>	1
	<b>6f</b>	326
	<b>6g(1)</b>	327
	<b>6g(2)</b>	323
<b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) .....	<b>7</b>	

**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 2Q 3I

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

<b>9a</b> Plan funding arrangement (check all that apply)	<b>9b</b> 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)

<b>a Pension Schedules</b>	<b>b General Schedules</b>
(1) <input checked="" type="checkbox"/> <b>R</b> (Retirement Plan Information)	(1) <input checked="" type="checkbox"/> <b>H</b> (Financial Information)
(2) <input type="checkbox"/> <b>MB</b> (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary	(2) <input type="checkbox"/> <b>I</b> (Financial Information – Small Plan)
(3) <input type="checkbox"/> <b>SB</b> (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	(3) <input type="checkbox"/> <b>A</b> (Insurance Information) – Number Attached _____
(4) <input type="checkbox"/> <b>DCG</b> (Individual Plan Information) – Number Attached <u>0</u>	(4) <input checked="" type="checkbox"/> <b>C</b> (Service Provider Information)
(5) <input type="checkbox"/> <b>MEP</b> (Multiple-Employer Retirement Plan Information)	(5) <input type="checkbox"/> <b>D</b> (DFE/Participating Plan Information)
	(6) <input type="checkbox"/> <b>G</b> (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 \_\_\_\_\_

---

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

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

<b>A</b> Name of plan <b>J.D. STEEL CO., INC. EMPLOYEE STOCK OWNERSHIP PLAN</b>	<b>B</b> Three-digit plan number (PN) ▶	<b>004</b>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>J.D. STEEL CO., INC.</b>	<b>D</b> Employer Identification Number (EIN) <b>86-0226433</b>	

**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

**CHARLES SCHWAB TRUST BANK**

**82-3967259**

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

**MERRILL LYNCH**

**STAHLE BOTTOLFSON LARSON GROUP  
275 E. RIVULON BLVD STE 400  
GILBERT, AZ 85297**

**(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)

ACCLARO ADVISORS

46-0553969

(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?
34 50	VALUATION SERVICES	12000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

ACROPOLIS INVESTMENT MANAGEMENT

32-0016216

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 71	INVESTMENT ADVISORY	21596	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

ASCENSUS

82-3719843

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 50 64	RECORDKEEPER /BOOKKEEPER	15178	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**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)

CAMPBELL TAYLOR WASHBURN

68-0251243

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	ACCOUNTANT	21000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

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

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

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

**Part I Service Provider Information (continued)**

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

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

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

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

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

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

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

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> 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)

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>SCHEDULE H</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Financial Information</b>  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).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2024</b>  <b>This Form is Open to Public Inspection</b>
--	--	--

For calendar plan year 2024 or fiscal plan year beginning <b>01/01/2024</b> and ending <b>12/31/2024</b>	
<b>A</b> Name of plan <b>J.D. STEEL CO., INC. EMPLOYEE STOCK OWNERSHIP PLAN</b>	<b>B</b> Three-digit plan number (PN) ▶ <b>004</b>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>J.D. STEEL CO., INC.</b>	<b>D</b> Employer Identification Number (EIN) <b>86-0226433</b>

<b>Part I</b>	<b>Asset and Liability Statement</b>
---------------	--------------------------------------

**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
<b>Assets</b>			
<b>a</b> Total noninterest-bearing cash .....	<b>1a</b>	262221	
<b>b</b> Receivables (less allowance for doubtful accounts):			
<b>(1)</b> Employer contributions .....	<b>1b(1)</b>		
<b>(2)</b> Participant contributions .....	<b>1b(2)</b>		
<b>(3)</b> Other .....	<b>1b(3)</b>		
<b>c</b> General investments:			
<b>(1)</b> Interest-bearing cash (include money market accounts & certificates of deposit) .....	<b>1c(1)</b>	20025	3332041
<b>(2)</b> U.S. Government securities .....	<b>1c(2)</b>		
<b>(3)</b> Corporate debt instruments (other than employer securities):			
<b>(A)</b> Preferred .....	<b>1c(3)(A)</b>		
<b>(B)</b> All other .....	<b>1c(3)(B)</b>		
<b>(4)</b> Corporate stocks (other than employer securities):			
<b>(A)</b> Preferred .....	<b>1c(4)(A)</b>		
<b>(B)</b> Common .....	<b>1c(4)(B)</b>		
<b>(5)</b> Partnership/joint venture interests .....	<b>1c(5)</b>		
<b>(6)</b> Real estate (other than employer real property) .....	<b>1c(6)</b>		
<b>(7)</b> Loans (other than to participants) .....	<b>1c(7)</b>		
<b>(8)</b> Participant loans .....	<b>1c(8)</b>		
<b>(9)</b> Value of interest in common/collective trusts .....	<b>1c(9)</b>		
<b>(10)</b> Value of interest in pooled separate accounts .....	<b>1c(10)</b>		
<b>(11)</b> Value of interest in master trust investment accounts .....	<b>1c(11)</b>		
<b>(12)</b> Value of interest in 103-12 investment entities .....	<b>1c(12)</b>		
<b>(13)</b> Value of interest in registered investment companies (e.g., mutual funds) .....	<b>1c(13)</b>	5780060	4394082
<b>(14)</b> Value of funds held in insurance company general account (unallocated contracts) .....	<b>1c(14)</b>		
<b>(15)</b> Other .....	<b>1c(15)</b>		

<b>1d</b> Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	<b>1d(1)</b>	36329914	41675517
(2) Employer real property.....	<b>1d(2)</b>		
<b>e</b> Buildings and other property used in plan operation.....	<b>1e</b>		
<b>f</b> Total assets (add all amounts in lines 1a through 1e).....	<b>1f</b>	42392220	49401640
<b>Liabilities</b>			
<b>g</b> Benefit claims payable.....	<b>1g</b>		
<b>h</b> Operating payables.....	<b>1h</b>		
<b>i</b> Acquisition indebtedness.....	<b>1i</b>	5441402	5359922
<b>j</b> Other liabilities.....	<b>1j</b>		
<b>k</b> Total liabilities (add all amounts in lines 1g through 1j).....	<b>1k</b>	5441402	5359922
<b>Net Assets</b>			
<b>l</b> Net assets (subtract line 1k from line 1f).....	<b>1l</b>	36950818	44041718

**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.

<b>Income</b>		(a) Amount	(b) Total
<b>a Contributions:</b>			
(1) Received or receivable in cash from: <b>(A)</b> Employers.....	<b>2a(1)(A)</b>	4061112	
<b>(B)</b> Participants.....	<b>2a(1)(B)</b>		
<b>(C)</b> Others (including rollovers).....	<b>2a(1)(C)</b>		
(2) Noncash contributions.....	<b>2a(2)</b>		
(3) Total contributions. Add lines <b>2a(1)(A)</b> , <b>(B)</b> , <b>(C)</b> , and line <b>2a(2)</b> .....	<b>2a(3)</b>		4061112
<b>b Earnings on investments:</b>			
<b>(1) Interest:</b>			
<b>(A)</b> Interest-bearing cash (including money market accounts and certificates of deposit).....	<b>2b(1)(A)</b>	24291	
<b>(B)</b> U.S. Government securities.....	<b>2b(1)(B)</b>		
<b>(C)</b> Corporate debt instruments.....	<b>2b(1)(C)</b>		
<b>(D)</b> Loans (other than to participants).....	<b>2b(1)(D)</b>		
<b>(E)</b> Participant loans.....	<b>2b(1)(E)</b>		
<b>(F)</b> Other.....	<b>2b(1)(F)</b>		
<b>(G)</b> Total interest. Add lines <b>2b(1)(A)</b> through <b>(F)</b> .....	<b>2b(1)(G)</b>		24291
<b>(2) Dividends:</b>			
<b>(A)</b> Preferred stock.....	<b>2b(2)(A)</b>		
<b>(B)</b> Common stock.....	<b>2b(2)(B)</b>		
<b>(C)</b> Registered investment company shares (e.g. mutual funds).....	<b>2b(2)(C)</b>	260171	
<b>(D)</b> Total dividends. Add lines <b>2b(2)(A)</b> , <b>(B)</b> , and <b>(C)</b> .....	<b>2b(2)(D)</b>		260171
(3) Rents.....	<b>2b(3)</b>		
<b>(4) Net gain (loss) on sale of assets:</b>			
<b>(A)</b> Aggregate proceeds.....	<b>2b(4)(A)</b>		
<b>(B)</b> Aggregate carrying amount (see instructions).....	<b>2b(4)(B)</b>		
<b>(C)</b> Subtract line <b>2b(4)(B)</b> from line <b>2b(4)(A)</b> and enter result.....	<b>2b(4)(C)</b>		
<b>(5) Unrealized appreciation (depreciation) of assets:</b>			
<b>(A)</b> Real estate.....	<b>2b(5)(A)</b>		
<b>(B)</b> Other.....	<b>2b(5)(B)</b>	5408681	
<b>(C)</b> Total unrealized appreciation of assets. Add lines <b>2b(5)(A)</b> and <b>(B)</b> .....	<b>2b(5)(C)</b>		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts .....	<b>2b(6)</b>		
(7) Net investment gain (loss) from pooled separate accounts .....	<b>2b(7)</b>		
(8) Net investment gain (loss) from master trust investment accounts .....	<b>2b(8)</b>		
(9) Net investment gain (loss) from 103-12 investment entities .....	<b>2b(9)</b>		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds) .....	<b>2b(10)</b>		45820
<b>c</b> Other income .....	<b>2c</b>		294080
<b>d</b> Total income. Add all <b>income</b> amounts in column (b) and enter total .....	<b>2d</b>		10094155

**Expenses**

<b>e</b> Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers .....	<b>2e(1)</b>	2663809	
(2) To insurance carriers for the provision of benefits .....	<b>2e(2)</b>		
(3) Other .....	<b>2e(3)</b>		
(4) Total benefit payments. Add lines <b>2e(1)</b> through <b>(3)</b> .....	<b>2e(4)</b>		2663809
<b>f</b> Corrective distributions (see instructions) .....	<b>2f</b>		
<b>g</b> Certain deemed distributions of participant loans (see instructions) .....	<b>2g</b>		
<b>h</b> Interest expense .....	<b>2h</b>		273703
<b>i</b> Administrative expenses:			
(1) Salaries and allowances .....	<b>2i(1)</b>		
(2) Contract administrator fees .....	<b>2i(2)</b>	21596	
(3) Recordkeeping fees .....	<b>2i(3)</b>	9073	
(4) IQPA audit fees .....	<b>2i(4)</b>		
(5) Investment advisory and investment management fees .....	<b>2i(5)</b>		
(6) Bank or trust company trustee/custodial fees .....	<b>2i(6)</b>		
(7) Actuarial fees .....	<b>2i(7)</b>		
(8) Legal fees .....	<b>2i(8)</b>	21000	
(9) Valuation/appraisal fees .....	<b>2i(9)</b>	12000	
(10) Other trustee fees and expenses .....	<b>2i(10)</b>		
(11) Other expenses .....	<b>2i(11)</b>	2074	
(12) Total administrative expenses. Add lines <b>2i(1)</b> through <b>(11)</b> .....	<b>2i(12)</b>		65743
<b>j</b> Total expenses. Add all <b>expense</b> amounts in column (b) and enter total .....	<b>2j</b>		3003255

**Net Income and Reconciliation**

<b>k</b> Net income (loss). Subtract line <b>2j</b> from line <b>2d</b> .....	<b>2k</b>		7090900
<b>l</b> Transfers of assets:			
(1) To this plan .....	<b>2l(1)</b>		
(2) From this plan .....	<b>2l(2)</b>		

**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: **CAMPBELL TAYLOR WASHBURN**

(2) EIN: **68-0251243**

**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
<b>a</b> 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>b</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	
<b>c</b> 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	
<b>d</b> 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	
<b>e</b> Was this plan covered by a fidelity bond?	X		1000000
<b>f</b> Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
<b>g</b> 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	
<b>h</b> 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	
<b>i</b> Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
<b>j</b> 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	
<b>k</b> Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
<b>l</b> Has the plan failed to provide any benefit when due under the plan?		X	
<b>m</b> If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
<b>n</b> 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.)

<b>5b(1)</b> Name of plan(s)	<b>5b(2)</b> EIN(s)	<b>5b(3)</b> 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 \_\_\_\_\_.

<b>SCHEDULE R</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Retirement Plan Information</b>  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).  <b>▶ File as an attachment to Form 5500.</b>	OMB No. 1210-0110  <b>2024</b>  <b>This Form is Open to Public Inspection.</b>
--	---	--

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

<b>A</b> Name of plan <u>J.D. STEEL CO., INC. EMPLOYEE STOCK OWNERSHIP PLAN</u>	<b>B</b> Three-digit plan number (PN) ▶	<u>004</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <u>J.D. STEEL CO., INC.</u>	<b>D</b> Employer Identification Number (EIN) <u>86-0226433</u>	

<b>Part I</b>	<b>Distributions</b>
---------------	----------------------

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

<b>1</b> 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): 86-0815736

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

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

<b>Part II</b>	<b>Funding Information</b> (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.**

<b>6 a</b> Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) .....	6a	
<b>b</b> Enter the amount contributed by the employer to the plan for this plan year .....	6b	
<b>c</b> 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

<b>Part III</b>	<b>Amendments</b>
-----------------	-------------------

**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

<b>Part IV</b>	<b>ESOPs</b> (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:

<b>a</b> 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).....	<b>14a</b>	
<b>b</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).....	<b>14b</b>	
<b>c</b> 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).....	<b>14c</b>	

**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:

<b>a</b> The corresponding number for the plan year immediately preceding the current plan year .....	<b>15a</b>	
<b>b</b> The corresponding number for the second preceding plan year .....	<b>15b</b>	

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

<b>a</b> Enter the number of employers who withdrew during the preceding plan year .....	<b>16a</b>	
<b>b</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.....	<b>16b</b>	

**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 \_\_\_\_\_.

*Financial Statements and  
Independent Auditor's Report of*

**J.D. Steel Co., Inc.  
Employee Stock Ownership Plan**

*December 31, 2024 and 2023*



**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

CONTENTS

	<u>Page</u>
INDEPENDENT AUDITOR'S REPORT	1 and 2
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits - 2024	4
Statement of Changes in Net Assets Available for Benefits - 2023	5
Notes to Financial Statements	6 - 12
SUPPLEMENTAL SCHEDULE	
Schedule H, Line 4i - Schedule of Assets Held at End of Year	13

## INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees  
J.D. Steel Co., Inc. Employee Stock Ownership Plan  
Phoenix, Arizona

***Opinion***

We have audited the financial statements of J.D. Steel Co., 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 available for benefits as of December 31, 2024 and 2023, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2024 and 2023, and the changes in net assets available for benefits for the years then ended, 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 Auditor's 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.

***Emphasis of a Matter – Common Stock Valuation***

As explained in Note 2, the Plan is an Employee Stock Ownership Plan and invests in common stock of the Plan Sponsor valued at \$41,675,517 and \$36,329,914 as of December 31, 2024, and 2023, respectively. The fair value of Plan Sponsor common stock is determined by the Plan Trustees based on an annual valuation of the common stock prepared by an independent appraiser. However, because of the inherent uncertainty of the valuation, those estimated values may differ significantly from the values that would have been used had a ready market for the investments existed, and the differences could be material.

***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 issued.

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

## ***Auditor's Responsibilities for the Audit of the Financial Statements***

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of 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 is presented for the purpose of additional analysis and is not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. 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 their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the 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.

*CTW*

An Accountancy Corporation

Roseville, California

November 25, 2025

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS  
December 31, 2024 and 2023

	2024			2023		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
ASSETS:						
Investments, at fair value:						
Plan Sponsor common stock	\$ 33,404,617	\$ 8,270,900	\$ 41,675,517	\$ 28,871,278	\$ 7,458,636	\$ 36,329,914
Cash, interest bearing	373,485	-	373,485	20,025	-	20,025
Money market funds	4,534,714	-	4,534,714	3,106,294	-	3,106,294
Exchange traded funds	2,212,185	-	2,212,185	2,228,316	-	2,228,316
Mutual fund	169,611	-	169,611	-	-	-
Fixed income securities	436,128	-	436,128	445,450	-	445,450
Total investments, at fair value	<u>41,130,740</u>	<u>8,270,900</u>	<u>49,401,640</u>	<u>34,671,363</u>	<u>7,458,636</u>	<u>42,129,999</u>
Cash, non-interest bearing	-	-	-	262,221	-	262,221
Total assets	<u>41,130,740</u>	<u>8,270,900</u>	<u>49,401,640</u>	<u>34,933,584</u>	<u>7,458,636</u>	<u>42,392,220</u>
LIABILITIES:						
Loan payable	-	5,359,922	5,359,922	-	5,441,402	5,441,402
Total liabilities	<u>-</u>	<u>5,359,922</u>	<u>5,359,922</u>	<u>-</u>	<u>5,441,402</u>	<u>5,441,402</u>
Net assets available for benefits	<u>\$ 41,130,740</u>	<u>\$ 2,910,978</u>	<u>\$ 44,041,718</u>	<u>\$ 34,933,584</u>	<u>\$ 2,017,234</u>	<u>\$ 36,950,818</u>

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
For the Year Ended December 31, 2024

	Allocated	Unallocated	Total
ADDITIONS TO NET ASSETS:			
Investment income:			
Net appreciation in fair value of			
Plan Sponsor common stock	\$ 4,248,136	\$ 1,097,467	\$ 5,345,603
Net appreciation in fair value of			
other investments	108,898	-	108,898
Interest and dividend income	284,462	-	284,462
S-Corporation distribution and other income	294,080	-	294,080
Total investment income	4,935,576	1,097,467	6,033,043
Allocation of 12.97 shares of Plan Sponsor common stock	285,203	-	285,203
Plan Sponsor contribution	3,705,929	355,183	4,061,112
Total additions	8,926,708	1,452,650	10,379,358
DEDUCTIONS FROM NET ASSETS:			
Benefits paid to participants	2,663,809	-	2,663,809
Interest expense	-	273,703	273,703
Allocation of 12.97 shares of Plan Sponsor common stock	-	285,203	285,203
Administrative expenses	65,743	-	65,743
Total deductions	2,729,552	558,906	3,288,458
Net increase in plan assets	6,197,156	893,744	7,090,900
NET ASSETS AVAILABLE FOR BENEFITS			
Beginning of year	34,933,584	2,017,234	36,950,818
End of year	\$ 41,130,740	\$ 2,910,978	\$ 44,041,718

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
For the Year Ended December 31, 2023

	Allocated	Unallocated	Total
ADDITIONS TO NET ASSETS:			
Investment income:			
Net appreciation in fair value of Plan Sponsor common stock	\$ 7,808,421	\$ 2,017,234	\$ 9,825,655
Net appreciation in fair value of other investments	143,325	-	143,325
Interest and dividend income	159,155	-	159,155
Total investment income	8,110,901	2,017,234	10,128,135
Plan Sponsor contribution	2,700,000	-	2,700,000
Total additions	10,810,901	2,017,234	12,828,135
DEDUCTIONS FROM NET ASSETS:			
Benefits paid to participants	5,716,249	-	5,716,249
Administrative expenses	41,797	-	41,797
Total deductions	5,758,046	-	5,758,046
Net increase in plan assets	5,052,855	2,017,234	7,070,089
NET ASSETS AVAILABLE FOR BENEFITS			
Beginning of year	29,880,729	-	29,880,729
End of year	\$ 34,933,584	\$ 2,017,234	\$ 36,950,818

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

NOTES TO FINANCIAL STATEMENTS  
December 31, 2024 and 2023

**NOTE 1: DESCRIPTION OF PLAN**

The following description of J.D. Steel Co., Inc. Employee Stock Ownership Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

**General**

The J.D. Steel Co., Inc. Employee Stock Ownership Plan became effective January 1, 1995, to provide retirement benefits for employees of J.D. Steel Co., Inc. and its subsidiaries (the “Plan Sponsor”). The Plan operates as an Employee Stock Ownership Plan (ESOP) and is designed to comply with Sections 4975(e)(7) and 401(a) of the Internal Revenue Code of 1986, as amended (the “Code”), and is subject to applicable provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Two employees of the Plan Sponsor and one external party serve as trustees to the Plan.

The Plan is a defined contribution plan covering all eligible full-time employees of the Plan Sponsor. Effective January 1, 2024, the Plan was amended to allow eligible members of certain local unions to participate in the Plan.

On December 15, 2023, the Plan repurchased 388.98 shares of Plan Sponsor common stock from terminated participants using proceeds from an internal loan from the Plan Sponsor. The loan is collateralized by the repurchased shares of common stock and is guaranteed by the Plan Sponsor. The repurchased shares are held in a trust established under the Plan. As the Plan makes payments of principal and interest on the internal loan, an appropriate percentage of shares are allocated to the accounts of eligible participants’ at the end of the Plan year based on each participant’s eligible compensation in accordance with the applicable regulations under the Code. The Plan Sponsor has no rights against the shares of common stock once they are allocated to participants in accordance with the terms of the Plan. Accordingly, the financial statements of the Plan as of December 31, 2024, and 2023 and for the years then ended, present separately the assets and liabilities and changes therein pertaining to (a) the accounts of participants with allocated common stock (allocated) and (b) common stock not yet allocated to participants (unallocated).

**Plan Year**

The Plan year begins January 1 and ends December 31.

**Eligibility**

Employees aged eighteen (18) years or older are eligible to participate in the Plan once they have completed one year of service. A year of service is defined as twelve (12) consecutive months during which an employee has at least 1,000 hours of service or 750 hours of service, if the employee is an employee of the subsidiary Iron, Inc.

**Vesting**

Participants vest in their benefits in accordance with the following schedule:

Less than 2 years of credited service	0%
2 years of credited service	20%
3 years of credited service	40%
4 years of credited service	60%
5 or more years credited service	100%

Participants become fully vested in the event of death, normal retirement, or Plan termination.

*NOTE 1:* **DESCRIPTION OF PLAN (Continued)**

**Stock Purchase Requirement**

Under federal income tax regulations, the Plan Sponsor stock that is held by the Plan and its participants and is not readily tradeable on an established market, or is subject to trading limitations, includes a put option. The put option is a right to demand that the Plan Sponsor purchase any shares of stock distributed to participants for which there is no market and to ensure that participants have the ability to ultimately obtain cash. The purchase price is representative of the fair market value of the stock.

**Contributions and S-Corporation Distributions**

Participants are not permitted to make contributions to the Plan. The Plan Sponsor may make a contribution to the Plan equal to a discretionary amount to be determined by the Board of Directors of the Plan Sponsor. However, each year, the Plan Sponsor must make a contribution in the amount necessary to discharge any indebtedness payable and due in connection with the financed purchase of Plan Sponsor stock. Participants must complete a minimum of 1,000 hours of service or 750 hours of service, if the employee is an employee of Iron, Inc., during the Plan year to receive an allocation of employer contributions. The Plan Sponsor made a discretionary contribution of \$3,705,929 and \$2,700,000 to the Plan for the years ended December 31, 2024, and 2023, respectively. The Plan Sponsor also made a contribution in the amount of \$355,183 and \$0 for the years ended December 31, 2024, and 2023, respectively, related to the discharge of indebtedness. The Plan Sponsor made a cash distribution to the Plan related to shares held by the Plan in the amount of \$294,070 and \$0, for the years ended December 31, 2024, and 2023, respectively.

**Stock Account Segregation**

The Plan Sponsor stock accounts of terminated participants may be converted to cash as of the last day of the Plan year in which severance from employment occurs, provided sufficient cash is available in the Plan. During 2024, a total of 43.36 shares of Plan Sponsor common stock, valued at \$831,418, were purchased from terminated participants and reallocated to the accounts of eligible participants. During 2023, a total of 30.14 shares of Plan Sponsor common stock, valued at \$577,945, were purchased from terminated participants and reallocated to the accounts of eligible participants.

**Participant Accounts and Allocations**

Participant accounts are non-participant directed. Each participant's account is allocated with Plan Sponsor contributions, and if applicable, forfeitures, distribution payments, plan earnings, and plan expenses. Plan Sponsor contributions including Plan Sponsor common stock released from the unallocated account, and Plan forfeitures are allocated to participant accounts based on the ratio of a participant's eligible compensation to total participants' eligible compensation, subject to Internal Revenue Service ("IRS") limitations. S-Corporation distributions received by the Plan related to allocated shares are generally allocated to participant accounts based on the ratio of a participant's Plan Sponsor stock account balance to total participants' Plan Sponsor stock account balances. S-Corporation distributions received by the Plan related to unallocated shares are generally allocated to participant accounts in the same manner as Plan Sponsor contributions, pro-rata based on eligible compensation. The Plan's earnings and Plan expenses are allocated to each participant's account based on the ratio of the participant's beginning of the year account balance to all participants' beginning of the year account balances.

**Forfeitures**

Any portion of the final balance in a participant's account which is not vested will become forfeited when the participant incurs a five-year break in service or, if earlier, when the participant's account has been completely distributed. Forfeitures may be used to reestablish a former participant's previously forfeited balance, to satisfy any contributions that may be required, or to pay Plan expenses. Any remaining forfeitures are allocated to the accounts of eligible participants. Forfeitures allocated to participant accounts totaled 13.53 and 51.26 shares and cash of \$174,377 and \$143,292 for the years ended December 31, 2024, and 2023, respectively. There were no forfeitures used to pay Plan expenses in 2024 or 2023. There were no forfeitures remaining as all forfeitures were allocated to participant accounts as of December 31, 2024, and 2023.

**Normal Retirement**

Normal retirement is the later of a participant's 55<sup>th</sup> birthday or fifth anniversary of joining the Plan.

**NOTE 1: DESCRIPTION OF PLAN (Continued)**

**Diversification**

Participants have diversification rights that require the Plan to repurchase Plan Sponsor shares and allow the participant to purchase other qualified investments. A participant who has reached age 55 and has ten (10) years of service in the Plan may diversify up to 25% of their account balance each year for the first five (5) years based on the diversification formula in the Plan. The percentage is increased to 50% in the sixth year.

**Voting Rights**

Shares of Plan Sponsor stock in the trust are voted by the trustees. With respect to certain corporate matters, each participant (or beneficiary) will be entitled to give confidential instructions to the trustees as to the voting of shares of Plan Sponsor stock allocated to their stock account.

**Plan Termination**

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

**Administrative Expenses**

Administrative expenses of the Plan are paid by the Plan or the Plan Sponsor, at the discretion of the Plan Sponsor.

**Payment of Benefits**

Upon termination of service, death, disability, or retirement, a participant may elect to receive a distribution equal to the value of the participant's vested account balance. Benefit payments are distributed in either single-lump sum payments or equal installments over five (5) years depending on the vested account balance.

Participants' vested accounts that do not exceed \$5,000 are subject to an involuntary distribution. Effective January 1, 2024, the involuntary distribution threshold was increased to \$7,000.

**NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Presentation**

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

**Benefits**

Benefits are recorded when paid.

**Investment Valuation and Income Recognition**

Investments in mutual funds, money market funds, fixed income securities, and exchange traded funds are stated at fair market value using quoted market prices when available. Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded when earned. Dividend income is recorded on the ex-dividend date. Net change in the fair value of investments is reflected in the statements of changes in net assets available for benefits.

The investment in Plan Sponsor stock is stated at fair market value as determined by the Plan trustees based on an annual valuation of the common stock prepared by an independent appraiser. The appraised value per share was \$21,996 and \$19,175 as of December 31, 2024, and 2023, respectively. The Plan holds Plan Sponsor common stock valued at \$41,675,517 and \$36,329,914 at December 31, 2024, and 2023, respectively. Because of the inherent uncertainty of the valuation, estimated and appraised values of the investment in Plan Sponsor common stock may differ significantly from values that would have been used had a ready market for such investments existed, and such differences could be material. Net change in the fair value of investments is reflected in the statements of changes in net assets available for benefits.

**NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

**Concentration of Credit Risk**

The Plan maintains cash in financial institutions which, at times, may exceed federally insured limits. The Plan has not experienced any losses in such accounts, and the Plan Sponsor believes that the Plan is not exposed to any significant credit risk on cash.

**Income Taxes**

The Plan obtained a favorable determination letter on June 10, 2014, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the Code. The Plan has been amended since receiving the determination letter; however, the Plan administrator believes the Plan is currently designed and being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Plan management evaluates tax positions taken by the Plan to recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. Plan management has determined that as of December 31, 2024, there are no uncertain tax positions taken or expected to be taken that would require recognition or disclosure in the financial statements. The Plan is subject to routine examinations by taxing authorities and there are currently no examinations for any tax periods in progress.

**Estimates and Assumptions**

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

**NOTE 3: FAIR VALUE MEASUREMENTS**

The Financial Accounting Standards Board (FASB) ASC 820 provides a framework for measuring fair value. That framework provides a three-tier hierarchy that prioritizes the inputs to valuation techniques used for measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy are as follows:

Level 1 - Inputs are unadjusted quoted prices for identical assets or liabilities that the Plan has the ability to access. Mutual funds and exchange traded funds have quoted prices in an active market and are valued at the net asset value of shares held by the Plan at year end. Money market funds have underlying short-term investments with quoted prices in active markets to preserve the value of the investment at \$1.00 per share.

Level 2 - Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, model-based valuation techniques for which all significant assumptions are observable in the market, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Fixed income securities are debt instruments that pay a fixed amount of interest, in the form of coupon payments, and the principal is returned at maturity.

Level 3 - Inputs that are unobservable and significant to the fair value measurement. The fair value of Plan Sponsor common stock is determined by the Plan trustees using an independent appraisal as no ready market for the stock exists. The valuation uses both the income and market approaches which contain significant unobservable inputs, including an EBITDA multiple, weighted average cost of capital, discount for lack of marketability and public company comparables.

**NOTE 3: FAIR VALUE MEASUREMENTS (Continued)**

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

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values.

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2024:

	<i>Assets at Fair Value as of December 31, 2024</i>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investment in Plan Sponsor				
common stock	\$ -	\$ -	\$ 41,675,517	\$ 41,675,517
Money market funds	4,534,714	-	-	4,534,714
Exchange traded funds	2,212,185	-	-	2,212,185
Mutual fund	169,611	-	-	169,611
Fixed income securities	-	436,128	-	436,128
	<u>\$ 6,916,510</u>	<u>\$ 436,128</u>	<u>\$ 41,675,517</u>	<u>\$ 49,028,155</u>

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2023:

	<i>Assets at Fair Value as of December 31, 2023</i>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investment in Plan Sponsor				
common stock	\$ -	\$ -	\$ 36,329,914	\$ 36,329,914
Money market funds	3,106,294	-	-	3,106,294
Exchange traded funds	2,228,316	-	-	2,228,316
Fixed income securities	-	445,450	-	445,450
	<u>\$ 5,334,610</u>	<u>\$ 445,450</u>	<u>\$ 36,329,914</u>	<u>\$ 42,109,974</u>

The Plan repurchased 388.98 shares of level 3 assets valued at \$5,441,402 for the year ended December 31, 2023.

**NOTE 4: LOAN PAYABLE**

In December 2023, the Plan repurchased 388.98 shares of Plan Sponsor common stock from terminated participants using proceeds from an internal loan from the Plan Sponsor in the amount of \$5,441,402. Borrowings bear interest at the applicable federal long-term rate (4.53% at December 31, 2024), will be repaid in annual installments of principal and interest through 2053, and are collateralized by unallocated shares of Plan Sponsor common stock.

Aggregate annual principal maturities on the loan payable are due as follows:

<u>Year ending December 31:</u>	
2025	\$ 85,578
2026	89,883
2027	94,404
2028	99,153
2029	104,140
Thereafter	<u>4,886,764</u>
	<u>\$ 5,359,922</u>

**NOTE 5: INVESTMENT IN PLAN SPONSOR COMMON STOCK**

The Plan's investment in Plan Sponsor common stock at December 31 is presented in the following table:

	<u>2024</u>		<u>2023</u>	
	<u>Allocated</u>	<u>Unallocated</u>	<u>Allocated</u>	<u>Unallocated</u>
J. D. Steel Co., Inc. Common Stock:				
Number of shares	<u>1,518.64</u>	<u>376.01</u>	<u>1,505.67</u>	<u>388.98</u>
Cost	<u>\$ 7,615,478</u>	<u>\$ 1,885,574</u>	<u>\$ 4,059,650</u>	<u>\$ 5,441,402</u>
Fair Value	<u>\$ 33,404,617</u>	<u>\$ 8,270,900</u>	<u>\$ 28,871,278</u>	<u>\$ 7,458,636</u>

**NOTE 6: RELATED PARTY TRANSACTIONS AND PARTY-IN-INTEREST TRANSACTIONS**

The Plan invests in Plan Sponsor common stock and has indebtedness to the Plan Sponsor. Fees for certain administrative expenses are paid to service providers which are considered to be parties-in-interest. This investment and transaction qualify as party-in-interest transactions which are exempt from the prohibited transaction rules under ERISA.

**NOTE 7: RISKS AND UNCERTAINTIES**

The Plan's investments consist primarily of the Plan Sponsor's common stock. The Plan also invests in various investment securities. These investments are exposed to various risks, such as interest rate, market, and credit risks, as well as valuation assumptions based on earnings, cash flows, and other such techniques. Due to the level of risk associated with these investments and to uncertainties inherent in estimates and assumptions, it is at least reasonably possible that changes in the value of these investments will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

*NOTE 8:* **ADMINISTRATION OF PLAN ASSETS**

The Plan's assets, which consist principally of Plan Sponsor common stock, are held in trust by the trustees of the Plan.

Plan Sponsor contributions are held and managed by the trustees, who invests cash received, interest, and dividend income. The trustees and the plan committee also administer the payment of interest and principal on the loan. The Trustees can make distributions subject to direction by the Plan Sponsor.

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

*NOTE 9:* **SUBSEQUENT EVENTS**

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through November 25, 2025, the date the financial statements were available to be issued, and management has determined that no subsequent events have occurred that should be disclosed.

SUPPLEMENTAL SCHEDULE

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**  
**EIN: 86-0226433/PLAN: 004**

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR  
December 31, 2024

(a) Party in interest	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	J.D. Steel Co., Inc.	1,894.65 shares of common stock	\$ 9,501,052	\$ 41,675,517
	Total Plan Sponsor Common Stock		<u>9,501,052</u>	<u>41,675,517</u>
*	Wells Fargo Bank	Cash, interest bearing	366,682	366,682
*	Schwab Bank Deposit Cash	Cash, interest bearing	6,803	6,803
	Total Cash, interest bearing		<u>373,485</u>	<u>373,485</u>
	BLF Fedfund	Money market fund	4,394,082	4,394,082
*	Schwab Treasury Oblig Money Fund	Money market fund	118,810	118,810
*	Enterprise Bank MMF	Money market fund	21,822	21,822
	Total Money Market Funds		<u>4,534,714</u>	<u>4,534,714</u>
	Vanguard Total Bond Market	Exchange traded fund	585,359	526,740
	Vanguard S&P 500	Exchange traded fund	273,250	391,715
	Vanguard MBS	Exchange traded fund	303,882	274,987
	Vanguard FTSE Developed Markets	Exchange traded fund	135,017	139,395
	I-Shrs Core S&P Small-Cap	Exchange traded fund	60,079	72,013
	I-Shrs Core S&P Mid-Cap	Exchange traded fund	67,106	84,742
	Vanguard Short Term Treasury	Exchange traded fund	44,580	44,508
	Vanguard FTSE Emerging Markets	Exchange traded fund	57,790	56,812
	Avantis US Equity ETF	Exchange traded fund	96,705	128,917
	Dimensional International Val	Exchange traded fund	27,908	30,335
	I-Shrs US Sm Cap Equity Factor	Exchange traded fund	52,233	66,825
	I-Shrs Intermedt Term Corp Bond ETF	Exchange traded fund	381,158	365,463
	I-Shrs EDG MSCI INTL	Exchange traded fund	28,322	29,733
	Total Exchange Traded Funds		<u>2,113,389</u>	<u>2,212,185</u>
	DFA Intermediate Govt	Mutual fund	180,000	169,611
	Total Mutual Fund		<u>180,000</u>	<u>169,611</u>
	American Express 4.95% 3/30/26	Fixed income	235,000	237,298
	CIBC Bank USA 4.95% 3/24/26	Fixed income	177,000	178,738
	Bank of America 5.35% 6/20/25	Fixed income	20,000	20,092
	Total Fixed Income Securities		<u>432,000</u>	<u>436,128</u>
		Total assets held at end of year	<u>\$ 17,134,640</u>	<u>\$ 49,401,640</u>

\*Party-in-interest



The Path Forward

*Financial Statements and  
Independent Auditor's Report of*

**J.D. Steel Co., Inc.  
Employee Stock Ownership Plan**

*December 31, 2024 and 2023*



**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

CONTENTS

	<u>Page</u>
INDEPENDENT AUDITOR'S REPORT	1 and 2
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits - 2024	4
Statement of Changes in Net Assets Available for Benefits - 2023	5
Notes to Financial Statements	6 - 12
SUPPLEMENTAL SCHEDULE	
Schedule H, Line 4i - Schedule of Assets Held at End of Year	13

## INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees  
J.D. Steel Co., Inc. Employee Stock Ownership Plan  
Phoenix, Arizona

***Opinion***

We have audited the financial statements of J.D. Steel Co., 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 available for benefits as of December 31, 2024 and 2023, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2024 and 2023, and the changes in net assets available for benefits for the years then ended, 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 Auditor's 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.

***Emphasis of a Matter – Common Stock Valuation***

As explained in Note 2, the Plan is an Employee Stock Ownership Plan and invests in common stock of the Plan Sponsor valued at \$41,675,517 and \$36,329,914 as of December 31, 2024, and 2023, respectively. The fair value of Plan Sponsor common stock is determined by the Plan Trustees based on an annual valuation of the common stock prepared by an independent appraiser. However, because of the inherent uncertainty of the valuation, those estimated values may differ significantly from the values that would have been used had a ready market for the investments existed, and the differences could be material.

***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 issued.

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

## ***Auditor's Responsibilities for the Audit of the Financial Statements***

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of 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 is presented for the purpose of additional analysis and is not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. 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 their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the 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.

*CTW*

An Accountancy Corporation

Roseville, California

November 25, 2025

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS  
December 31, 2024 and 2023

	2024			2023		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
ASSETS:						
Investments, at fair value:						
Plan Sponsor common stock	\$ 33,404,617	\$ 8,270,900	\$ 41,675,517	\$ 28,871,278	\$ 7,458,636	\$ 36,329,914
Cash, interest bearing	373,485	-	373,485	20,025	-	20,025
Money market funds	4,534,714	-	4,534,714	3,106,294	-	3,106,294
Exchange traded funds	2,212,185	-	2,212,185	2,228,316	-	2,228,316
Mutual fund	169,611	-	169,611	-	-	-
Fixed income securities	436,128	-	436,128	445,450	-	445,450
Total investments, at fair value	<u>41,130,740</u>	<u>8,270,900</u>	<u>49,401,640</u>	<u>34,671,363</u>	<u>7,458,636</u>	<u>42,129,999</u>
Cash, non-interest bearing	-	-	-	262,221	-	262,221
Total assets	<u>41,130,740</u>	<u>8,270,900</u>	<u>49,401,640</u>	<u>34,933,584</u>	<u>7,458,636</u>	<u>42,392,220</u>
LIABILITIES:						
Loan payable	-	5,359,922	5,359,922	-	5,441,402	5,441,402
Total liabilities	<u>-</u>	<u>5,359,922</u>	<u>5,359,922</u>	<u>-</u>	<u>5,441,402</u>	<u>5,441,402</u>
Net assets available for benefits	<u>\$ 41,130,740</u>	<u>\$ 2,910,978</u>	<u>\$ 44,041,718</u>	<u>\$ 34,933,584</u>	<u>\$ 2,017,234</u>	<u>\$ 36,950,818</u>

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
For the Year Ended December 31, 2024

	Allocated	Unallocated	Total
ADDITIONS TO NET ASSETS:			
Investment income:			
Net appreciation in fair value of			
Plan Sponsor common stock	\$ 4,248,136	\$ 1,097,467	\$ 5,345,603
Net appreciation in fair value of			
other investments	108,898	-	108,898
Interest and dividend income	284,462	-	284,462
S-Corporation distribution and other income	294,080	-	294,080
Total investment income	4,935,576	1,097,467	6,033,043
Allocation of 12.97 shares of Plan Sponsor common stock	285,203	-	285,203
Plan Sponsor contribution	3,705,929	355,183	4,061,112
Total additions	8,926,708	1,452,650	10,379,358
DEDUCTIONS FROM NET ASSETS:			
Benefits paid to participants	2,663,809	-	2,663,809
Interest expense	-	273,703	273,703
Allocation of 12.97 shares of Plan Sponsor common stock	-	285,203	285,203
Administrative expenses	65,743	-	65,743
Total deductions	2,729,552	558,906	3,288,458
Net increase in plan assets	6,197,156	893,744	7,090,900
NET ASSETS AVAILABLE FOR BENEFITS			
Beginning of year	34,933,584	2,017,234	36,950,818
End of year	\$ 41,130,740	\$ 2,910,978	\$ 44,041,718

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
For the Year Ended December 31, 2023

	Allocated	Unallocated	Total
ADDITIONS TO NET ASSETS:			
Investment income:			
Net appreciation in fair value of Plan Sponsor common stock	\$ 7,808,421	\$ 2,017,234	\$ 9,825,655
Net appreciation in fair value of other investments	143,325	-	143,325
Interest and dividend income	159,155	-	159,155
Total investment income	8,110,901	2,017,234	10,128,135
Plan Sponsor contribution	2,700,000	-	2,700,000
Total additions	10,810,901	2,017,234	12,828,135
DEDUCTIONS FROM NET ASSETS:			
Benefits paid to participants	5,716,249	-	5,716,249
Administrative expenses	41,797	-	41,797
Total deductions	5,758,046	-	5,758,046
Net increase in plan assets	5,052,855	2,017,234	7,070,089
NET ASSETS AVAILABLE FOR BENEFITS			
Beginning of year	29,880,729	-	29,880,729
End of year	\$ 34,933,584	\$ 2,017,234	\$ 36,950,818

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

NOTES TO FINANCIAL STATEMENTS  
December 31, 2024 and 2023

**NOTE 1: DESCRIPTION OF PLAN**

The following description of J.D. Steel Co., Inc. Employee Stock Ownership Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

**General**

The J.D. Steel Co., Inc. Employee Stock Ownership Plan became effective January 1, 1995, to provide retirement benefits for employees of J.D. Steel Co., Inc. and its subsidiaries (the “Plan Sponsor”). The Plan operates as an Employee Stock Ownership Plan (ESOP) and is designed to comply with Sections 4975(e)(7) and 401(a) of the Internal Revenue Code of 1986, as amended (the “Code”), and is subject to applicable provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Two employees of the Plan Sponsor and one external party serve as trustees to the Plan.

The Plan is a defined contribution plan covering all eligible full-time employees of the Plan Sponsor. Effective January 1, 2024, the Plan was amended to allow eligible members of certain local unions to participate in the Plan.

On December 15, 2023, the Plan repurchased 388.98 shares of Plan Sponsor common stock from terminated participants using proceeds from an internal loan from the Plan Sponsor. The loan is collateralized by the repurchased shares of common stock and is guaranteed by the Plan Sponsor. The repurchased shares are held in a trust established under the Plan. As the Plan makes payments of principal and interest on the internal loan, an appropriate percentage of shares are allocated to the accounts of eligible participants’ at the end of the Plan year based on each participant’s eligible compensation in accordance with the applicable regulations under the Code. The Plan Sponsor has no rights against the shares of common stock once they are allocated to participants in accordance with the terms of the Plan. Accordingly, the financial statements of the Plan as of December 31, 2024, and 2023 and for the years then ended, present separately the assets and liabilities and changes therein pertaining to (a) the accounts of participants with allocated common stock (allocated) and (b) common stock not yet allocated to participants (unallocated).

**Plan Year**

The Plan year begins January 1 and ends December 31.

**Eligibility**

Employees aged eighteen (18) years or older are eligible to participate in the Plan once they have completed one year of service. A year of service is defined as twelve (12) consecutive months during which an employee has at least 1,000 hours of service or 750 hours of service, if the employee is an employee of the subsidiary Iron, Inc.

**Vesting**

Participants vest in their benefits in accordance with the following schedule:

Less than 2 years of credited service	0%
2 years of credited service	20%
3 years of credited service	40%
4 years of credited service	60%
5 or more years credited service	100%

Participants become fully vested in the event of death, normal retirement, or Plan termination.

*NOTE 1:* **DESCRIPTION OF PLAN (Continued)**

**Stock Purchase Requirement**

Under federal income tax regulations, the Plan Sponsor stock that is held by the Plan and its participants and is not readily tradeable on an established market, or is subject to trading limitations, includes a put option. The put option is a right to demand that the Plan Sponsor purchase any shares of stock distributed to participants for which there is no market and to ensure that participants have the ability to ultimately obtain cash. The purchase price is representative of the fair market value of the stock.

**Contributions and S-Corporation Distributions**

Participants are not permitted to make contributions to the Plan. The Plan Sponsor may make a contribution to the Plan equal to a discretionary amount to be determined by the Board of Directors of the Plan Sponsor. However, each year, the Plan Sponsor must make a contribution in the amount necessary to discharge any indebtedness payable and due in connection with the financed purchase of Plan Sponsor stock. Participants must complete a minimum of 1,000 hours of service or 750 hours of service, if the employee is an employee of Iron, Inc., during the Plan year to receive an allocation of employer contributions. The Plan Sponsor made a discretionary contribution of \$3,705,929 and \$2,700,000 to the Plan for the years ended December 31, 2024, and 2023, respectively. The Plan Sponsor also made a contribution in the amount of \$355,183 and \$0 for the years ended December 31, 2024, and 2023, respectively, related to the discharge of indebtedness. The Plan Sponsor made a cash distribution to the Plan related to shares held by the Plan in the amount of \$294,070 and \$0, for the years ended December 31, 2024, and 2023, respectively.

**Stock Account Segregation**

The Plan Sponsor stock accounts of terminated participants may be converted to cash as of the last day of the Plan year in which severance from employment occurs, provided sufficient cash is available in the Plan. During 2024, a total of 43.36 shares of Plan Sponsor common stock, valued at \$831,418, were purchased from terminated participants and reallocated to the accounts of eligible participants. During 2023, a total of 30.14 shares of Plan Sponsor common stock, valued at \$577,945, were purchased from terminated participants and reallocated to the accounts of eligible participants.

**Participant Accounts and Allocations**

Participant accounts are non-participant directed. Each participant's account is allocated with Plan Sponsor contributions, and if applicable, forfeitures, distribution payments, plan earnings, and plan expenses. Plan Sponsor contributions including Plan Sponsor common stock released from the unallocated account, and Plan forfeitures are allocated to participant accounts based on the ratio of a participant's eligible compensation to total participants' eligible compensation, subject to Internal Revenue Service ("IRS") limitations. S-Corporation distributions received by the Plan related to allocated shares are generally allocated to participant accounts based on the ratio of a participant's Plan Sponsor stock account balance to total participants' Plan Sponsor stock account balances. S-Corporation distributions received by the Plan related to unallocated shares are generally allocated to participant accounts in the same manner as Plan Sponsor contributions, pro-rata based on eligible compensation. The Plan's earnings and Plan expenses are allocated to each participant's account based on the ratio of the participant's beginning of the year account balance to all participants' beginning of the year account balances.

**Forfeitures**

Any portion of the final balance in a participant's account which is not vested will become forfeited when the participant incurs a five-year break in service or, if earlier, when the participant's account has been completely distributed. Forfeitures may be used to reestablish a former participant's previously forfeited balance, to satisfy any contributions that may be required, or to pay Plan expenses. Any remaining forfeitures are allocated to the accounts of eligible participants. Forfeitures allocated to participant accounts totaled 13.53 and 51.26 shares and cash of \$174,377 and \$143,292 for the years ended December 31, 2024, and 2023, respectively. There were no forfeitures used to pay Plan expenses in 2024 or 2023. There were no forfeitures remaining as all forfeitures were allocated to participant accounts as of December 31, 2024, and 2023.

**Normal Retirement**

Normal retirement is the later of a participant's 55<sup>th</sup> birthday or fifth anniversary of joining the Plan.

**NOTE 1: DESCRIPTION OF PLAN (Continued)**

**Diversification**

Participants have diversification rights that require the Plan to repurchase Plan Sponsor shares and allow the participant to purchase other qualified investments. A participant who has reached age 55 and has ten (10) years of service in the Plan may diversify up to 25% of their account balance each year for the first five (5) years based on the diversification formula in the Plan. The percentage is increased to 50% in the sixth year.

**Voting Rights**

Shares of Plan Sponsor stock in the trust are voted by the trustees. With respect to certain corporate matters, each participant (or beneficiary) will be entitled to give confidential instructions to the trustees as to the voting of shares of Plan Sponsor stock allocated to their stock account.

**Plan Termination**

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

**Administrative Expenses**

Administrative expenses of the Plan are paid by the Plan or the Plan Sponsor, at the discretion of the Plan Sponsor.

**Payment of Benefits**

Upon termination of service, death, disability, or retirement, a participant may elect to receive a distribution equal to the value of the participant's vested account balance. Benefit payments are distributed in either single-lump sum payments or equal installments over five (5) years depending on the vested account balance.

Participants' vested accounts that do not exceed \$5,000 are subject to an involuntary distribution. Effective January 1, 2024, the involuntary distribution threshold was increased to \$7,000.

**NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Presentation**

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

**Benefits**

Benefits are recorded when paid.

**Investment Valuation and Income Recognition**

Investments in mutual funds, money market funds, fixed income securities, and exchange traded funds are stated at fair market value using quoted market prices when available. Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded when earned. Dividend income is recorded on the ex-dividend date. Net change in the fair value of investments is reflected in the statements of changes in net assets available for benefits.

The investment in Plan Sponsor stock is stated at fair market value as determined by the Plan trustees based on an annual valuation of the common stock prepared by an independent appraiser. The appraised value per share was \$21,996 and \$19,175 as of December 31, 2024, and 2023, respectively. The Plan holds Plan Sponsor common stock valued at \$41,675,517 and \$36,329,914 at December 31, 2024, and 2023, respectively. Because of the inherent uncertainty of the valuation, estimated and appraised values of the investment in Plan Sponsor common stock may differ significantly from values that would have been used had a ready market for such investments existed, and such differences could be material. Net change in the fair value of investments is reflected in the statements of changes in net assets available for benefits.

**NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

**Concentration of Credit Risk**

The Plan maintains cash in financial institutions which, at times, may exceed federally insured limits. The Plan has not experienced any losses in such accounts, and the Plan Sponsor believes that the Plan is not exposed to any significant credit risk on cash.

**Income Taxes**

The Plan obtained a favorable determination letter on June 10, 2014, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the Code. The Plan has been amended since receiving the determination letter; however, the Plan administrator believes the Plan is currently designed and being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Plan management evaluates tax positions taken by the Plan to recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. Plan management has determined that as of December 31, 2024, there are no uncertain tax positions taken or expected to be taken that would require recognition or disclosure in the financial statements. The Plan is subject to routine examinations by taxing authorities and there are currently no examinations for any tax periods in progress.

**Estimates and Assumptions**

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

**NOTE 3: FAIR VALUE MEASUREMENTS**

The Financial Accounting Standards Board (FASB) ASC 820 provides a framework for measuring fair value. That framework provides a three-tier hierarchy that prioritizes the inputs to valuation techniques used for measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy are as follows:

Level 1 - Inputs are unadjusted quoted prices for identical assets or liabilities that the Plan has the ability to access. Mutual funds and exchange traded funds have quoted prices in an active market and are valued at the net asset value of shares held by the Plan at year end. Money market funds have underlying short-term investments with quoted prices in active markets to preserve the value of the investment at \$1.00 per share.

Level 2 - Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, model-based valuation techniques for which all significant assumptions are observable in the market, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Fixed income securities are debt instruments that pay a fixed amount of interest, in the form of coupon payments, and the principal is returned at maturity.

Level 3 - Inputs that are unobservable and significant to the fair value measurement. The fair value of Plan Sponsor common stock is determined by the Plan trustees using an independent appraisal as no ready market for the stock exists. The valuation uses both the income and market approaches which contain significant unobservable inputs, including an EBITDA multiple, weighted average cost of capital, discount for lack of marketability and public company comparables.

**NOTE 3: FAIR VALUE MEASUREMENTS (Continued)**

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

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values.

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2024:

	<i>Assets at Fair Value as of December 31, 2024</i>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investment in Plan Sponsor				
common stock	\$ -	\$ -	\$ 41,675,517	\$ 41,675,517
Money market funds	4,534,714	-	-	4,534,714
Exchange traded funds	2,212,185	-	-	2,212,185
Mutual fund	169,611	-	-	169,611
Fixed income securities	-	436,128	-	436,128
	<u>\$ 6,916,510</u>	<u>\$ 436,128</u>	<u>\$ 41,675,517</u>	<u>\$ 49,028,155</u>

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2023:

	<i>Assets at Fair Value as of December 31, 2023</i>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investment in Plan Sponsor				
common stock	\$ -	\$ -	\$ 36,329,914	\$ 36,329,914
Money market funds	3,106,294	-	-	3,106,294
Exchange traded funds	2,228,316	-	-	2,228,316
Fixed income securities	-	445,450	-	445,450
	<u>\$ 5,334,610</u>	<u>\$ 445,450</u>	<u>\$ 36,329,914</u>	<u>\$ 42,109,974</u>

The Plan repurchased 388.98 shares of level 3 assets valued at \$5,441,402 for the year ended December 31, 2023.

**NOTE 4: LOAN PAYABLE**

In December 2023, the Plan repurchased 388.98 shares of Plan Sponsor common stock from terminated participants using proceeds from an internal loan from the Plan Sponsor in the amount of \$5,441,402. Borrowings bear interest at the applicable federal long-term rate (4.53% at December 31, 2024), will be repaid in annual installments of principal and interest through 2053, and are collateralized by unallocated shares of Plan Sponsor common stock.

Aggregate annual principal maturities on the loan payable are due as follows:

Year ending December 31:

2025	\$ 85,578
2026	89,883
2027	94,404
2028	99,153
2029	104,140
Thereafter	<u>4,886,764</u>
	<u>\$ 5,359,922</u>

**NOTE 5: INVESTMENT IN PLAN SPONSOR COMMON STOCK**

The Plan's investment in Plan Sponsor common stock at December 31 is presented in the following table:

	<u>2024</u>		<u>2023</u>	
	<u>Allocated</u>	<u>Unallocated</u>	<u>Allocated</u>	<u>Unallocated</u>
J. D. Steel Co., Inc. Common Stock:				
Number of shares	<u>1,518.64</u>	<u>376.01</u>	<u>1,505.67</u>	<u>388.98</u>
Cost	<u>\$ 7,615,478</u>	<u>\$ 1,885,574</u>	<u>\$ 4,059,650</u>	<u>\$ 5,441,402</u>
Fair Value	<u>\$ 33,404,617</u>	<u>\$ 8,270,900</u>	<u>\$ 28,871,278</u>	<u>\$ 7,458,636</u>

**NOTE 6: RELATED PARTY TRANSACTIONS AND PARTY-IN-INTEREST TRANSACTIONS**

The Plan invests in Plan Sponsor common stock and has indebtedness to the Plan Sponsor. Fees for certain administrative expenses are paid to service providers which are considered to be parties-in-interest. This investment and transaction qualify as party-in-interest transactions which are exempt from the prohibited transaction rules under ERISA.

**NOTE 7: RISKS AND UNCERTAINTIES**

The Plan's investments consist primarily of the Plan Sponsor's common stock. The Plan also invests in various investment securities. These investments are exposed to various risks, such as interest rate, market, and credit risks, as well as valuation assumptions based on earnings, cash flows, and other such techniques. Due to the level of risk associated with these investments and to uncertainties inherent in estimates and assumptions, it is at least reasonably possible that changes in the value of these investments will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

*NOTE 8:*    **ADMINISTRATION OF PLAN ASSETS**

The Plan's assets, which consist principally of Plan Sponsor common stock, are held in trust by the trustees of the Plan.

Plan Sponsor contributions are held and managed by the trustees, who invests cash received, interest, and dividend income. The trustees and the plan committee also administer the payment of interest and principal on the loan. The Trustees can make distributions subject to direction by the Plan Sponsor.

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

*NOTE 9:*    **SUBSEQUENT EVENTS**

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through November 25, 2025, the date the financial statements were available to be issued, and management has determined that no subsequent events have occurred that should be disclosed.

SUPPLEMENTAL SCHEDULE

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**  
**EIN: 86-0226433/PLAN: 004**

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR  
December 31, 2024

(a) Party in interest	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	J.D. Steel Co., Inc.	1,894.65 shares of common stock	\$ 9,501,052	\$ 41,675,517
	Total Plan Sponsor Common Stock		<u>9,501,052</u>	<u>41,675,517</u>
*	Wells Fargo Bank	Cash, interest bearing	366,682	366,682
*	Schwab Bank Deposit Cash	Cash, interest bearing	6,803	6,803
	Total Cash, interest bearing		<u>373,485</u>	<u>373,485</u>
	BLF Fedfund	Money market fund	4,394,082	4,394,082
*	Schwab Treasury Oblig Money Fund	Money market fund	118,810	118,810
*	Enterprise Bank MMF	Money market fund	21,822	21,822
	Total Money Market Funds		<u>4,534,714</u>	<u>4,534,714</u>
	Vanguard Total Bond Market	Exchange traded fund	585,359	526,740
	Vanguard S&P 500	Exchange traded fund	273,250	391,715
	Vanguard MBS	Exchange traded fund	303,882	274,987
	Vanguard FTSE Developed Markets	Exchange traded fund	135,017	139,395
	I-Shrs Core S&P Small-Cap	Exchange traded fund	60,079	72,013
	I-Shrs Core S&P Mid-Cap	Exchange traded fund	67,106	84,742
	Vanguard Short Term Treasury	Exchange traded fund	44,580	44,508
	Vanguard FTSE Emerging Markets	Exchange traded fund	57,790	56,812
	Avantis US Equity ETF	Exchange traded fund	96,705	128,917
	Dimensional International Val	Exchange traded fund	27,908	30,335
	I-Shrs US Sm Cap Equity Factor	Exchange traded fund	52,233	66,825
	I-Shrs Intermedt Term Corp Bond ETF	Exchange traded fund	381,158	365,463
	I-Shrs EDG MSCI INTL	Exchange traded fund	28,322	29,733
	Total Exchange Traded Funds		<u>2,113,389</u>	<u>2,212,185</u>
	DFA Intermediate Govt	Mutual fund	180,000	169,611
	Total Mutual Fund		<u>180,000</u>	<u>169,611</u>
	American Express 4.95% 3/30/26	Fixed income	235,000	237,298
	CIBC Bank USA 4.95% 3/24/26	Fixed income	177,000	178,738
	Bank of America 5.35% 6/20/25	Fixed income	20,000	20,092
	Total Fixed Income Securities		<u>432,000</u>	<u>436,128</u>
		Total assets held at end of year	<u>\$ 17,134,640</u>	<u>\$ 49,401,640</u>

\*Party-in-interest



The Path Forward

*Financial Statements and  
Independent Auditor's Report of*

**J.D. Steel Co., Inc.  
Employee Stock Ownership Plan**

*December 31, 2024 and 2023*



**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

CONTENTS

	<u>Page</u>
INDEPENDENT AUDITOR'S REPORT	1 and 2
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits - 2024	4
Statement of Changes in Net Assets Available for Benefits - 2023	5
Notes to Financial Statements	6 - 12
SUPPLEMENTAL SCHEDULE	
Schedule H, Line 4i - Schedule of Assets Held at End of Year	13

## INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees  
J.D. Steel Co., Inc. Employee Stock Ownership Plan  
Phoenix, Arizona

***Opinion***

We have audited the financial statements of J.D. Steel Co., 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 available for benefits as of December 31, 2024 and 2023, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2024 and 2023, and the changes in net assets available for benefits for the years then ended, 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 Auditor's 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.

***Emphasis of a Matter – Common Stock Valuation***

As explained in Note 2, the Plan is an Employee Stock Ownership Plan and invests in common stock of the Plan Sponsor valued at \$41,675,517 and \$36,329,914 as of December 31, 2024, and 2023, respectively. The fair value of Plan Sponsor common stock is determined by the Plan Trustees based on an annual valuation of the common stock prepared by an independent appraiser. However, because of the inherent uncertainty of the valuation, those estimated values may differ significantly from the values that would have been used had a ready market for the investments existed, and the differences could be material.

***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 issued.

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

## ***Auditor's Responsibilities for the Audit of the Financial Statements***

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of 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 is presented for the purpose of additional analysis and is not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. 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 their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the 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.

*CTW*

An Accountancy Corporation

Roseville, California

November 25, 2025

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS  
December 31, 2024 and 2023

	2024			2023		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
<b>ASSETS:</b>						
Investments, at fair value:						
Plan Sponsor common stock	\$ 33,404,617	\$ 8,270,900	\$ 41,675,517	\$ 28,871,278	\$ 7,458,636	\$ 36,329,914
Cash, interest bearing	373,485	-	373,485	20,025	-	20,025
Money market funds	4,534,714	-	4,534,714	3,106,294	-	3,106,294
Exchange traded funds	2,212,185	-	2,212,185	2,228,316	-	2,228,316
Mutual fund	169,611	-	169,611	-	-	-
Fixed income securities	436,128	-	436,128	445,450	-	445,450
Total investments, at fair value	41,130,740	8,270,900	49,401,640	34,671,363	7,458,636	42,129,999
Cash, non-interest bearing	-	-	-	262,221	-	262,221
Total assets	41,130,740	8,270,900	49,401,640	34,933,584	7,458,636	42,392,220
<b>LIABILITIES:</b>						
Loan payable	-	5,359,922	5,359,922	-	5,441,402	5,441,402
Total liabilities	-	5,359,922	5,359,922	-	5,441,402	5,441,402
Net assets available for benefits	\$ 41,130,740	\$ 2,910,978	\$ 44,041,718	\$ 34,933,584	\$ 2,017,234	\$ 36,950,818

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
For the Year Ended December 31, 2024

	Allocated	Unallocated	Total
ADDITIONS TO NET ASSETS:			
Investment income:			
Net appreciation in fair value of			
Plan Sponsor common stock	\$ 4,248,136	\$ 1,097,467	\$ 5,345,603
Net appreciation in fair value of			
other investments	108,898	-	108,898
Interest and dividend income	284,462	-	284,462
S-Corporation distribution and other income	294,080	-	294,080
Total investment income	4,935,576	1,097,467	6,033,043
Allocation of 12.97 shares of Plan Sponsor common stock	285,203	-	285,203
Plan Sponsor contribution	3,705,929	355,183	4,061,112
Total additions	8,926,708	1,452,650	10,379,358
DEDUCTIONS FROM NET ASSETS:			
Benefits paid to participants	2,663,809	-	2,663,809
Interest expense	-	273,703	273,703
Allocation of 12.97 shares of Plan Sponsor common stock	-	285,203	285,203
Administrative expenses	65,743	-	65,743
Total deductions	2,729,552	558,906	3,288,458
Net increase in plan assets	6,197,156	893,744	7,090,900
NET ASSETS AVAILABLE FOR BENEFITS			
Beginning of year	34,933,584	2,017,234	36,950,818
End of year	\$ 41,130,740	\$ 2,910,978	\$ 44,041,718

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
For the Year Ended December 31, 2023

	Allocated	Unallocated	Total
ADDITIONS TO NET ASSETS:			
Investment income:			
Net appreciation in fair value of Plan Sponsor common stock	\$ 7,808,421	\$ 2,017,234	\$ 9,825,655
Net appreciation in fair value of other investments	143,325	-	143,325
Interest and dividend income	159,155	-	159,155
Total investment income	8,110,901	2,017,234	10,128,135
Plan Sponsor contribution	2,700,000	-	2,700,000
Total additions	10,810,901	2,017,234	12,828,135
DEDUCTIONS FROM NET ASSETS:			
Benefits paid to participants	5,716,249	-	5,716,249
Administrative expenses	41,797	-	41,797
Total deductions	5,758,046	-	5,758,046
Net increase in plan assets	5,052,855	2,017,234	7,070,089
NET ASSETS AVAILABLE FOR BENEFITS			
Beginning of year	29,880,729	-	29,880,729
End of year	\$ 34,933,584	\$ 2,017,234	\$ 36,950,818

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

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**

NOTES TO FINANCIAL STATEMENTS  
December 31, 2024 and 2023

**NOTE 1: DESCRIPTION OF PLAN**

The following description of J.D. Steel Co., Inc. Employee Stock Ownership Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

**General**

The J.D. Steel Co., Inc. Employee Stock Ownership Plan became effective January 1, 1995, to provide retirement benefits for employees of J.D. Steel Co., Inc. and its subsidiaries (the “Plan Sponsor”). The Plan operates as an Employee Stock Ownership Plan (ESOP) and is designed to comply with Sections 4975(e)(7) and 401(a) of the Internal Revenue Code of 1986, as amended (the “Code”), and is subject to applicable provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Two employees of the Plan Sponsor and one external party serve as trustees to the Plan.

The Plan is a defined contribution plan covering all eligible full-time employees of the Plan Sponsor. Effective January 1, 2024, the Plan was amended to allow eligible members of certain local unions to participate in the Plan.

On December 15, 2023, the Plan repurchased 388.98 shares of Plan Sponsor common stock from terminated participants using proceeds from an internal loan from the Plan Sponsor. The loan is collateralized by the repurchased shares of common stock and is guaranteed by the Plan Sponsor. The repurchased shares are held in a trust established under the Plan. As the Plan makes payments of principal and interest on the internal loan, an appropriate percentage of shares are allocated to the accounts of eligible participants’ at the end of the Plan year based on each participant’s eligible compensation in accordance with the applicable regulations under the Code. The Plan Sponsor has no rights against the shares of common stock once they are allocated to participants in accordance with the terms of the Plan. Accordingly, the financial statements of the Plan as of December 31, 2024, and 2023 and for the years then ended, present separately the assets and liabilities and changes therein pertaining to (a) the accounts of participants with allocated common stock (allocated) and (b) common stock not yet allocated to participants (unallocated).

**Plan Year**

The Plan year begins January 1 and ends December 31.

**Eligibility**

Employees aged eighteen (18) years or older are eligible to participate in the Plan once they have completed one year of service. A year of service is defined as twelve (12) consecutive months during which an employee has at least 1,000 hours of service or 750 hours of service, if the employee is an employee of the subsidiary Iron, Inc.

**Vesting**

Participants vest in their benefits in accordance with the following schedule:

Less than 2 years of credited service	0%
2 years of credited service	20%
3 years of credited service	40%
4 years of credited service	60%
5 or more years credited service	100%

Participants become fully vested in the event of death, normal retirement, or Plan termination.

*NOTE 1:* **DESCRIPTION OF PLAN (Continued)**

**Stock Purchase Requirement**

Under federal income tax regulations, the Plan Sponsor stock that is held by the Plan and its participants and is not readily tradeable on an established market, or is subject to trading limitations, includes a put option. The put option is a right to demand that the Plan Sponsor purchase any shares of stock distributed to participants for which there is no market and to ensure that participants have the ability to ultimately obtain cash. The purchase price is representative of the fair market value of the stock.

**Contributions and S-Corporation Distributions**

Participants are not permitted to make contributions to the Plan. The Plan Sponsor may make a contribution to the Plan equal to a discretionary amount to be determined by the Board of Directors of the Plan Sponsor. However, each year, the Plan Sponsor must make a contribution in the amount necessary to discharge any indebtedness payable and due in connection with the financed purchase of Plan Sponsor stock. Participants must complete a minimum of 1,000 hours of service or 750 hours of service, if the employee is an employee of Iron, Inc., during the Plan year to receive an allocation of employer contributions. The Plan Sponsor made a discretionary contribution of \$3,705,929 and \$2,700,000 to the Plan for the years ended December 31, 2024, and 2023, respectively. The Plan Sponsor also made a contribution in the amount of \$355,183 and \$0 for the years ended December 31, 2024, and 2023, respectively, related to the discharge of indebtedness. The Plan Sponsor made a cash distribution to the Plan related to shares held by the Plan in the amount of \$294,070 and \$0, for the years ended December 31, 2024, and 2023, respectively.

**Stock Account Segregation**

The Plan Sponsor stock accounts of terminated participants may be converted to cash as of the last day of the Plan year in which severance from employment occurs, provided sufficient cash is available in the Plan. During 2024, a total of 43.36 shares of Plan Sponsor common stock, valued at \$831,418, were purchased from terminated participants and reallocated to the accounts of eligible participants. During 2023, a total of 30.14 shares of Plan Sponsor common stock, valued at \$577,945, were purchased from terminated participants and reallocated to the accounts of eligible participants.

**Participant Accounts and Allocations**

Participant accounts are non-participant directed. Each participant's account is allocated with Plan Sponsor contributions, and if applicable, forfeitures, distribution payments, plan earnings, and plan expenses. Plan Sponsor contributions including Plan Sponsor common stock released from the unallocated account, and Plan forfeitures are allocated to participant accounts based on the ratio of a participant's eligible compensation to total participants' eligible compensation, subject to Internal Revenue Service ("IRS") limitations. S-Corporation distributions received by the Plan related to allocated shares are generally allocated to participant accounts based on the ratio of a participant's Plan Sponsor stock account balance to total participants' Plan Sponsor stock account balances. S-Corporation distributions received by the Plan related to unallocated shares are generally allocated to participant accounts in the same manner as Plan Sponsor contributions, pro-rata based on eligible compensation. The Plan's earnings and Plan expenses are allocated to each participant's account based on the ratio of the participant's beginning of the year account balance to all participants' beginning of the year account balances.

**Forfeitures**

Any portion of the final balance in a participant's account which is not vested will become forfeited when the participant incurs a five-year break in service or, if earlier, when the participant's account has been completely distributed. Forfeitures may be used to reestablish a former participant's previously forfeited balance, to satisfy any contributions that may be required, or to pay Plan expenses. Any remaining forfeitures are allocated to the accounts of eligible participants. Forfeitures allocated to participant accounts totaled 13.53 and 51.26 shares and cash of \$174,377 and \$143,292 for the years ended December 31, 2024, and 2023, respectively. There were no forfeitures used to pay Plan expenses in 2024 or 2023. There were no forfeitures remaining as all forfeitures were allocated to participant accounts as of December 31, 2024, and 2023.

**Normal Retirement**

Normal retirement is the later of a participant's 55<sup>th</sup> birthday or fifth anniversary of joining the Plan.

**NOTE 1: DESCRIPTION OF PLAN (Continued)**

**Diversification**

Participants have diversification rights that require the Plan to repurchase Plan Sponsor shares and allow the participant to purchase other qualified investments. A participant who has reached age 55 and has ten (10) years of service in the Plan may diversify up to 25% of their account balance each year for the first five (5) years based on the diversification formula in the Plan. The percentage is increased to 50% in the sixth year.

**Voting Rights**

Shares of Plan Sponsor stock in the trust are voted by the trustees. With respect to certain corporate matters, each participant (or beneficiary) will be entitled to give confidential instructions to the trustees as to the voting of shares of Plan Sponsor stock allocated to their stock account.

**Plan Termination**

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

**Administrative Expenses**

Administrative expenses of the Plan are paid by the Plan or the Plan Sponsor, at the discretion of the Plan Sponsor.

**Payment of Benefits**

Upon termination of service, death, disability, or retirement, a participant may elect to receive a distribution equal to the value of the participant's vested account balance. Benefit payments are distributed in either single-lump sum payments or equal installments over five (5) years depending on the vested account balance.

Participants' vested accounts that do not exceed \$5,000 are subject to an involuntary distribution. Effective January 1, 2024, the involuntary distribution threshold was increased to \$7,000.

**NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Presentation**

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

**Benefits**

Benefits are recorded when paid.

**Investment Valuation and Income Recognition**

Investments in mutual funds, money market funds, fixed income securities, and exchange traded funds are stated at fair market value using quoted market prices when available. Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded when earned. Dividend income is recorded on the ex-dividend date. Net change in the fair value of investments is reflected in the statements of changes in net assets available for benefits.

The investment in Plan Sponsor stock is stated at fair market value as determined by the Plan trustees based on an annual valuation of the common stock prepared by an independent appraiser. The appraised value per share was \$21,996 and \$19,175 as of December 31, 2024, and 2023, respectively. The Plan holds Plan Sponsor common stock valued at \$41,675,517 and \$36,329,914 at December 31, 2024, and 2023, respectively. Because of the inherent uncertainty of the valuation, estimated and appraised values of the investment in Plan Sponsor common stock may differ significantly from values that would have been used had a ready market for such investments existed, and such differences could be material. Net change in the fair value of investments is reflected in the statements of changes in net assets available for benefits.

**NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

**Concentration of Credit Risk**

The Plan maintains cash in financial institutions which, at times, may exceed federally insured limits. The Plan has not experienced any losses in such accounts, and the Plan Sponsor believes that the Plan is not exposed to any significant credit risk on cash.

**Income Taxes**

The Plan obtained a favorable determination letter on June 10, 2014, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the Code. The Plan has been amended since receiving the determination letter; however, the Plan administrator believes the Plan is currently designed and being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Plan management evaluates tax positions taken by the Plan to recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. Plan management has determined that as of December 31, 2024, there are no uncertain tax positions taken or expected to be taken that would require recognition or disclosure in the financial statements. The Plan is subject to routine examinations by taxing authorities and there are currently no examinations for any tax periods in progress.

**Estimates and Assumptions**

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

**NOTE 3: FAIR VALUE MEASUREMENTS**

The Financial Accounting Standards Board (FASB) ASC 820 provides a framework for measuring fair value. That framework provides a three-tier hierarchy that prioritizes the inputs to valuation techniques used for measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy are as follows:

Level 1 - Inputs are unadjusted quoted prices for identical assets or liabilities that the Plan has the ability to access. Mutual funds and exchange traded funds have quoted prices in an active market and are valued at the net asset value of shares held by the Plan at year end. Money market funds have underlying short-term investments with quoted prices in active markets to preserve the value of the investment at \$1.00 per share.

Level 2 - Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, model-based valuation techniques for which all significant assumptions are observable in the market, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Fixed income securities are debt instruments that pay a fixed amount of interest, in the form of coupon payments, and the principal is returned at maturity.

Level 3 - Inputs that are unobservable and significant to the fair value measurement. The fair value of Plan Sponsor common stock is determined by the Plan trustees using an independent appraisal as no ready market for the stock exists. The valuation uses both the income and market approaches which contain significant unobservable inputs, including an EBITDA multiple, weighted average cost of capital, discount for lack of marketability and public company comparables.

**NOTE 3: FAIR VALUE MEASUREMENTS (Continued)**

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

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values.

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2024:

	<i>Assets at Fair Value as of December 31, 2024</i>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investment in Plan Sponsor				
common stock	\$ -	\$ -	\$ 41,675,517	\$ 41,675,517
Money market funds	4,534,714	-	-	4,534,714
Exchange traded funds	2,212,185	-	-	2,212,185
Mutual fund	169,611	-	-	169,611
Fixed income securities	-	436,128	-	436,128
	<u>\$ 6,916,510</u>	<u>\$ 436,128</u>	<u>\$ 41,675,517</u>	<u>\$ 49,028,155</u>

The following table sets forth by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis at December 31, 2023:

	<i>Assets at Fair Value as of December 31, 2023</i>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investment in Plan Sponsor				
common stock	\$ -	\$ -	\$ 36,329,914	\$ 36,329,914
Money market funds	3,106,294	-	-	3,106,294
Exchange traded funds	2,228,316	-	-	2,228,316
Fixed income securities	-	445,450	-	445,450
	<u>\$ 5,334,610</u>	<u>\$ 445,450</u>	<u>\$ 36,329,914</u>	<u>\$ 42,109,974</u>

The Plan repurchased 388.98 shares of level 3 assets valued at \$5,441,402 for the year ended December 31, 2023.

**NOTE 4: LOAN PAYABLE**

In December 2023, the Plan repurchased 388.98 shares of Plan Sponsor common stock from terminated participants using proceeds from an internal loan from the Plan Sponsor in the amount of \$5,441,402. Borrowings bear interest at the applicable federal long-term rate (4.53% at December 31, 2024), will be repaid in annual installments of principal and interest through 2053, and are collateralized by unallocated shares of Plan Sponsor common stock.

Aggregate annual principal maturities on the loan payable are due as follows:

Year ending December 31:

2025	\$ 85,578
2026	89,883
2027	94,404
2028	99,153
2029	104,140
Thereafter	<u>4,886,764</u>
	<u>\$ 5,359,922</u>

**NOTE 5: INVESTMENT IN PLAN SPONSOR COMMON STOCK**

The Plan's investment in Plan Sponsor common stock at December 31 is presented in the following table:

	<u>2024</u>		<u>2023</u>	
	<u>Allocated</u>	<u>Unallocated</u>	<u>Allocated</u>	<u>Unallocated</u>
J. D. Steel Co., Inc. Common Stock:				
Number of shares	<u>1,518.64</u>	<u>376.01</u>	<u>1,505.67</u>	<u>388.98</u>
Cost	<u>\$ 7,615,478</u>	<u>\$ 1,885,574</u>	<u>\$ 4,059,650</u>	<u>\$ 5,441,402</u>
Fair Value	<u>\$ 33,404,617</u>	<u>\$ 8,270,900</u>	<u>\$ 28,871,278</u>	<u>\$ 7,458,636</u>

**NOTE 6: RELATED PARTY TRANSACTIONS AND PARTY-IN-INTEREST TRANSACTIONS**

The Plan invests in Plan Sponsor common stock and has indebtedness to the Plan Sponsor. Fees for certain administrative expenses are paid to service providers which are considered to be parties-in-interest. This investment and transaction qualify as party-in-interest transactions which are exempt from the prohibited transaction rules under ERISA.

**NOTE 7: RISKS AND UNCERTAINTIES**

The Plan's investments consist primarily of the Plan Sponsor's common stock. The Plan also invests in various investment securities. These investments are exposed to various risks, such as interest rate, market, and credit risks, as well as valuation assumptions based on earnings, cash flows, and other such techniques. Due to the level of risk associated with these investments and to uncertainties inherent in estimates and assumptions, it is at least reasonably possible that changes in the value of these investments will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

*NOTE 8:* **ADMINISTRATION OF PLAN ASSETS**

The Plan's assets, which consist principally of Plan Sponsor common stock, are held in trust by the trustees of the Plan.

Plan Sponsor contributions are held and managed by the trustees, who invests cash received, interest, and dividend income. The trustees and the plan committee also administer the payment of interest and principal on the loan. The Trustees can make distributions subject to direction by the Plan Sponsor.

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

*NOTE 9:* **SUBSEQUENT EVENTS**

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through November 25, 2025, the date the financial statements were available to be issued, and management has determined that no subsequent events have occurred that should be disclosed.

SUPPLEMENTAL SCHEDULE

**J.D. STEEL CO., INC.**  
**EMPLOYEE STOCK OWNERSHIP PLAN**  
**EIN: 86-0226433/PLAN: 004**

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR  
December 31, 2024

(a) Party in interest	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	J.D. Steel Co., Inc.	1,894.65 shares of common stock	\$ 9,501,052	\$ 41,675,517
	Total Plan Sponsor Common Stock		<u>9,501,052</u>	<u>41,675,517</u>
*	Wells Fargo Bank	Cash, interest bearing	366,682	366,682
*	Schwab Bank Deposit Cash	Cash, interest bearing	6,803	6,803
	Total Cash, interest bearing		<u>373,485</u>	<u>373,485</u>
	BLF Fedfund	Money market fund	4,394,082	4,394,082
*	Schwab Treasury Oblig Money Fund	Money market fund	118,810	118,810
*	Enterprise Bank MMF	Money market fund	21,822	21,822
	Total Money Market Funds		<u>4,534,714</u>	<u>4,534,714</u>
	Vanguard Total Bond Market	Exchange traded fund	585,359	526,740
	Vanguard S&P 500	Exchange traded fund	273,250	391,715
	Vanguard MBS	Exchange traded fund	303,882	274,987
	Vanguard FTSE Developed Markets	Exchange traded fund	135,017	139,395
	I-Shrs Core S&P Small-Cap	Exchange traded fund	60,079	72,013
	I-Shrs Core S&P Mid-Cap	Exchange traded fund	67,106	84,742
	Vanguard Short Term Treasury	Exchange traded fund	44,580	44,508
	Vanguard FTSE Emerging Markets	Exchange traded fund	57,790	56,812
	Avantis US Equity ETF	Exchange traded fund	96,705	128,917
	Dimensional International Val	Exchange traded fund	27,908	30,335
	I-Shrs US Sm Cap Equity Factor	Exchange traded fund	52,233	66,825
	I-Shrs Intermedt Term Corp Bond ETF	Exchange traded fund	381,158	365,463
	I-Shrs EDG MSCI INTL	Exchange traded fund	28,322	29,733
	Total Exchange Traded Funds		<u>2,113,389</u>	<u>2,212,185</u>
	DFA Intermediate Govt	Mutual fund	180,000	169,611
	Total Mutual Fund		<u>180,000</u>	<u>169,611</u>
	American Express 4.95% 3/30/26	Fixed income	235,000	237,298
	CIBC Bank USA 4.95% 3/24/26	Fixed income	177,000	178,738
	Bank of America 5.35% 6/20/25	Fixed income	20,000	20,092
	Total Fixed Income Securities		<u>432,000</u>	<u>436,128</u>
		Total assets held at end of year	<u>\$ 17,134,640</u>	<u>\$ 49,401,640</u>

\*Party-in-interest



The Path Forward