Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2025

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2025 or fiscal plan year beginning 01/01/2025 and ending 12/31/2025

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

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

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

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
FRESCO 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 04/01/2024

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
FRESCO RETAIL GROUP LLC

18610 NORTHWEST 87TH AVENUE
#300
HIALEAH, FL 33015

2b Employer Identification Number (EIN)
93-2588159

2c Plan Sponsor's telephone number
305-824-1034

2d Business code (see instructions)
445110

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2026	DANNY VALDES
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address [X] Same as Plan Sponsor	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: **a** Sponsor's name **c** Plan Name	**4b** EIN **4d** PN	

5	Total number of participants at the beginning of the plan year	**5**	2680
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	2311
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	3031
b	Retired or separated participants receiving benefits	**6b**	1
c	Other retired or separated participants entitled to future benefits	**6c**	50
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	3082
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	3082
g(1)	Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item)	**6g(1)**	370
g(2)	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g(2)**	864
h	Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.	**6h**	33
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

2K 2S 2T 3H 2J 2E 2F 2G 3D 2R

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

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1)	[ ] Insurance	**(1)**	[ ] Insurance
(2)	[ ] Code section 412(e)(3) insurance contracts	**(2)**	[ ] Code section 412(e)(3) insurance contracts
(3)	[X] Trust	**(3)**	[X] Trust
(4)	[ ] General assets of the sponsor	**(4)**	[ ] General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2025 Form M-1 annual report. If the plan was not required to file the 2025 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2025** **This Form is Open to Public Inspection.**

For calendar plan year 2025 or fiscal plan year beginning 01/01/2025 and ending 12/31/2025

A Name of plan
FRESCO 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FRESCO RETAIL GROUP LLC

D Employer Identification Number (EIN)
93-2588159

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).. . . . . [X] Yes [ ] No

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

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

(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)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	69756	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

MMA SECURITIES

22-3570392

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	37527	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
BAIRD CORE PLUS INST - US BANCORP 39-0281260	0.02%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DODGE&COX INTL STK I - SS&C GIDS 2000 CROWN COLONY DRIVE QUINCY, MA 02169	0.10%

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

a Name:

b EIN:

c Position:

d Address:

e Telephone:

Explanation:

a Name:

b EIN:

c Position:

d Address:

e Telephone:

Explanation:

a Name:

b EIN:

c Position:

d Address:

e Telephone:

Explanation:

a Name:

b EIN:

c Position:

d Address:

e Telephone:

Explanation:

a Name:

b EIN:

c Position:

d Address:

e Telephone:

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2025

This Form is Open to Public Inspection

For calendar plan year 2025 or fiscal plan year beginning 01/01/2025 and ending 12/31/2025

A Name of plan
FRESCO 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FRESCO RETAIL GROUP LLC

D Employer Identification Number (EIN)
93-2588159

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	85727	101646
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	2340	1861
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	649629	576530
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	14923084	15472025
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	0	0
(15) Other	1c(15)	0	0

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
1e Buildings and other property used in plan operation	1e	0	0
1f Total assets (add all amounts in lines 1a through 1e)	1f	15660780	16152062
Liabilities			
1g Benefit claims payable	1g	0	0
1h Operating payables	1h	0	0
1i Acquisition indebtedness	1i	0	0
1j Other liabilities	1j	0	0
1k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
1l Net assets (subtract line 1k from line 1f)	1l	15660780	16152062

Part II Income and Expense Statement

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

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	304203	
(B) Participants	2a(1)(B)	630821	
(C) Others (including rollovers)	2a(1)(C)	164041	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1099065
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	5121	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	41129	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		46250
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	812398	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		812398
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	1	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	1	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	-3198	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		-3198

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		1264984
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		3219499
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2609447	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		2609447
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		10974
h Interest expense	2h		0
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Recordkeeping fees	2i(3)	69756	
(4) IQPA audit fees	2i(4)	0	
(5) Investment advisory and investment management fees	2i(5)	38040	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)	0	
(8) Legal fees	2i(8)	0	
(9) Valuation/appraisal fees	2i(9)	0	
(10) Other trustee fees and expenses	2i(10)	0	
(11) Other expenses	2i(11)	0	
(12) Total administrative expenses. Add lines **2i(1)** through **(11)**	2i(12)		107796
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2728217
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		491282
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

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

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

(1) [X] Unmodified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

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

(1) [ ] DOL Regulation 2520.103-8 **(2)** [ ] DOL Regulation 2520.103-12(d) **(3)** [X] neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

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

(1) Name: GEMRT **(2)** EIN: 83-0696713

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	**4a**	X		26696
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	**4b**		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	**4c**		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	**4d**		X	
e Was this plan covered by a fidelity bond?	**4e**	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	**4f**		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4g**		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4h**		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	**4i**	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)	**4j**		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	**4k**		X	
l Has the plan failed to provide any benefit when due under the plan?	**4l**		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	**4m**		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	**4n**			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? [ ] Yes [X] No

If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

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

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

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

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2025

This Form is Open to Public Inspection.

For calendar plan year 2025 or fiscal plan year beginning 01/01/2025 and ending 12/31/2025

A Name of plan
FRESCO 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FRESCO RETAIL GROUP LLC

D Employer Identification Number (EIN)
93-2588159

Part I Distributions

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

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

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

EIN(s): 04-6568107

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

☐ Yes.

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

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

☐ No. Other. Provide explanation._____

Part VII IRS Compliance Questions

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

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).

☒ Design-based safe harbor method

☐ "Prior year" ADP test

☒ "Current year" ADP test

☐ N/A

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

Fresco 401(k) Plan

Financial Statements

and

Supplemental Schedules

December 31, 2025 and 2024

GEMRT

GARCIA | ESPINOSA | MIYARES | RODRIGUEZ | TRUEBA

Certified Public Accountants & Advisors

Fresco 401(k) Plan
Financial Statements and Supplemental Schedules
December 31, 2025 and 2024

TABLE OF CONTENTS

	Page
Independent Auditors' Report	1 - 4
Financial Statements:	
Statement of Net Assets Available for Benefits	5
Statement of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7 - 15
Required Supplemental Schedules*	
Form 5500**,** Schedule H, Part IV, Line 4i - Schedule of Assets (Held at End of Year) - December 31, 2025	16
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions	17

* Other Supplemental schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") have been omitted because such schedules are either not applicable or not required.

GARCIA | ESPINOSA | MIYARES | RODRIGUEZ | TRUEBA

INDEPENDENT AUDITORS' REPORT

Plan Administrator
Fresco 401(k) Plan
Miami, Florida

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

We have audited the accompanying financial statements of Fresco 401(k) 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, 2025 and 2024, and the related statements of changes in net assets available for benefits for the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024, and the related notes to the financial statements.

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

Management has obtained certifications from a qualified institution as of December 31, 2025 and 2024, and for the year ended December 31, 2025, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

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

- the amounts and disclosures in the financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Fresco 401(k) Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Fresco 401(k) Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Fresco 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Fresco 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental Schedule H, Line 4a - Schedule of Delinquent Participant Contributions for the year ended December 31, 2025 and the Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2025 (referred to as the "supplemental schedules") are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to

auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with generally accepted auditing standards. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

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



Coral Gables, Florida
October 9, 2026

Fresco 401(k) Plan
Statement of Net Assets Available for Benefits
December 31, 2025 and 2024

	2025	2024
ASSETS		
Investments, at fair value	$ 15,575,532	$ 15,011,151
Notes Receivable from Participants	576,530	649,629
Receivables:		
Participants' contributions	33,654	15,704
Employer's contribution	15,414	8,432
Total Receivables	49,068	24,136
NET ASSETS AVAILABLE FOR BENEFITS	$ 16,201,130	$ 15,684,916

The accompanying notes are an integral part of these financial statements

Fresco 401(k) Plan

Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2025 and the Period from
April 1, 2024 (Inception) through December 31, 2024

	2025	2024
ADDITIONS		
Additions to Net Assets Attributed to:		
Investment income:		
Net appreciation in fair value of investments	$ 1,264,985	$ 295,634
Interest and dividends	814,321	469,459
Net investment Income	2,079,306	765,093
Interest income on notes receivable from participants	41,229	30,718
Contributions:		
Employer	311,185	257,799
Participants' salary deferral	558,207	434,686
Roth deferrals	90,563	50,147
Rollovers	164,041	15,748,587
Total Contributions	1,123,996	16,491,219
Total Additions	3,244,531	17,287,030
DEDUCTIONS		
Deductions from Net Assets Attributed to:		
Benefits paid to participants	2,620,521	1,412,922
Administrative fees and other charges	107,796	54,108
Total Deductions	2,728,317	1,467,030
Net Increase in Net Assets Before Plan Transfers	516,214	15,820,000
Transfers from the Plan	-	(135,084)
Net Assets Available for Benefits - Beginning of Year	15,684,916	-
Net Assets Available for Benefits - End of Year	$ 16,201,130	$ 15,684,916

The accompanying notes are an integral part of these financial statements

NOTE 1 – DESCRIPTION OF THE PLAN

The following description of the Fresco 401(k) Plan provides general information regarding the Plan. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Fresco 401(k) Plan (the "Plan") is a defined contribution plan established with an effective date of April 1, 2024 for the purpose of providing an opportunity to save for retirement to all eligible employees of Fresco Retail Group, LLC and Sunshine Retail Investments, LLC (collectively, the "Company") who have completed two months of service and attained age 21. Plan assets acquired under the Plan as a result of contributions, investment income, and other additions are administered for the exclusive benefit of participants and their beneficiaries. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Fresco Retail Group, LLC serves as the Plan Sponsor and Plan Administrator. Plan assets are held by Fidelity Management Trust Company ("Fidelity" or the "Trustee").

Contributions

Participants may voluntarily contribute up to 75% of their pre-tax annual compensation, as defined by the Plan, not to exceed the maximum allowable contribution under the Internal Revenue Code (the "Code"). The maximum allowable contribution totaled $23,500 and $23,000 for the year ended December 31, 2025 and for the period from April 1, 2024 (inception) through December 31, 2024, respectively, subject to certain discrimination tests prescribed by the Code. Participants may also contribute rollover amounts representing distributions from other qualified retirement plans.

In addition, participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions of up to $7,500 for both 2025 and 2024, subject to certain discrimination tests prescribed by the Code. Certain participants ages 60 through 63 may be eligible for increased catch-up contribution limits of up to $11,250 for 2025 pursuant to the provisions of SECURE 2.0 and related IRS guidance. Participants may elect that a portion or all of their deferral contributions be designated as Roth 401(k) contributions.

Effective November 15, 2024, the Plan adopted an Eligible Automatic Contribution Arrangement ("EACA"). Under the EACA provisions, certain eligible employees are automatically enrolled in the Plan at the Plan's default contribution rate unless they affirmatively elect a different contribution rate or elect not to participate. The automatic enrollment feature remained in effect throughout 2025.

NOTE 1 – DESCRIPTION OF THE PLAN – Continued

Contributions – Continued

The Company provides safe harbor matching contributions equal to 100% of the first 3% of eligible compensation and 50% of the next 2% of eligible compensation that participants contribute to the Plan. In addition, the Plan permits the Company to make discretionary additional matching contributions, as determined annually by the Company. For the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024, no such additional matching contributions were made. Contributions are subject to certain limitations.

In connection with the establishment of the Plan in April 2024, participant account balances from a predecessor 401(k) plan were transferred into the Plan as rollovers. These amounts were recorded as rollover contributions and totaled $15,748,587 for the period from April 1, 2024 through December 31, 2024, as presented in the accompanying statement of changes in net assets available for benefits.

Participant Accounts

Individual accounts are maintained for each Plan participant. Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contributions, (b) administrative expenses and (c) investment earnings or losses. Allocations are based on each participant's earnings or account balances, as defined in the Plan. The maximum benefit to which a participant is entitled is the benefit that can be provided by the participant's vested account balance.

Investment Options

Upon enrollment in the Plan, a participant may direct elective deferrals into various investment options provided by the Plan. All investments are participant-directed.

Benefit Payments

Benefits are payable upon normal retirement (presently age 65), disability, death or termination. A participant shall be entitled to receive a distribution of all or any portion of his/her vested account balance upon attainment of age 59-1/2. In the event of a financial hardship as defined by IRS guidelines, a participant may be permitted to withdraw all or any portion of his/her deferral contributions account, subject to Plan terms. In addition, small vested account balances may be automatically distributed or rolled over to an individual retirement plan in accordance with the Plan's cash out and automatic rollover provisions.

NOTE 1 – DESCRIPTION OF THE PLAN – Continued

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching is based on years of continuous service at the rate of 20% per year, with the participant reaching 100% vesting after five years of service. Upon termination of employment, a participant's non-vested amounts are forfeited in accordance with the Plan document. For purposes of eligibility and vesting, the Plan also recognizes certain service with predecessor employers, as defined in the Plan document.

Forfeitures

Benefit payments to terminated employees partially vested in the Plan include their vested portion of Company matching contributions. Forfeited balances of terminated participants' non-vested accounts may be used to reduce Company matching contributions and administrative expenses, if so directed by the Company. For the year ended December 31, 2025 and for the period from April 1, 2024 (inception) through December 31, 2024, total forfeitures available for use were $3,451 and $4, respectively. There were no forfeitures used to reduce Company matching contributions or administrative expenses during the year ended December 31, 2025 and for the period from April 1, 2024 (inception) through December 31, 2024.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America using the accrual method of accounting.

Investment Valuation and Income Recognition

All investments in mutual funds are recorded at fair value in these financial statements, as prescribed by Accounting Standards Codification No. 820, *Fair Value Measurements*, (“ASC 820”). ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Additionally, ASC 820 establishes a framework for measuring fair value and expands disclosures about assets and liabilities measured at fair value. For information related to the Plan’s valuation methodologies under ASC 820, see Note 5 of these financial statements.

The Plan presents in the Statement of Changes in Net Assets Available for Benefits net appreciation (depreciation) in the fair value of its investments, which consist of realized gains or losses, represented as an excess (shortfall) over market values at the beginning of the year, and unrealized appreciation (depreciation) on investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Investment Valuation and Income Recognition - Continued

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

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires the Plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Accordingly, actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2025 and 2024. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded. As of December 31, 2025 and 2024, the Plan had outstanding notes receivable from participants with principal balances totaling $576,530 and $649,629.

Active participants may elect to borrow, from their fund accounts, a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or one-half of the participants vested account balance. The interest rate is determined at the inception of the loan and is based on the prevailing interest rates charged by persons in the business of lending money for loans which would be made under similar circumstances. The loans are secured by the vested balance in the participant's account and bear interest at an average rate of 7.0% which is commensurate with local prevailing rates, as determined by the Plan Administrator. Principal and interest are repaid through payroll deductions. Loan terms range from 1 to 5 years or up to 10 years for the purchase of a primary residence. Loans to participants are considered party-in-interest transactions.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Excess Contributions Payable

During 2025 and 2024, there were no excess employee contributions.

Payment of Benefits

Benefit payments to participants are recorded when paid.

NOTE 3 – INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, Fidelity Management Trust Company, the trustee, has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- Investments and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2025 and 2024.
- Net appreciation in fair value of investments, dividends and interest (which includes interest income on notes receivable), reflected on the accompanying statement of changes in net assets available for benefits for the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024.
- Schedule H, line 4i - schedule of assets (held at end of year) as of December 31, 2025.

NOTE 4 – RISKS AND UNCERTAINTIES

The Plan provides for various investment options in any combination of investment securities offered by the Plan. Investment securities are exposed to various risks, such as interest rate, market fluctuations and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in market values, interest rates, or other factors in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

NOTE 5 – FAIR VALUE MEASUREMENTS

The Plan's shares of mutual funds are valued at quoted market prices which represent the net asset value of shares held by the Plan at each year end.

ASC 820 defines the fair value of a financial instrument as the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). The best evidence of fair value is a quoted price in an active market. If listed prices or quotations are not available, fair value is determined by reference to prices of similar instruments and quoted prices or recent prices in less active markets.

NOTE 5 – FAIR VALUE MEASUREMENTS – Continued

The fair value standards under ASC 820 establish a three-level hierarchy to prioritize the inputs used for valuing assets and liabilities. This fair value hierarchy prioritizes inputs to the valuation techniques used to measure fair value, giving the highest priority to level 1 inputs and the lowest priority to level 3 inputs. A financial instrument's level in the fair value hierarchy is based on the lowest level of any input that is significant to fair value measurement. The three levels of the fair value hierarchy are described as follows:

Level 1

Inputs to the valuation methodology are unadjusted quoted prices for identical unrestricted assets or liabilities in active markets that the Plan has the ability to access. An active market for the assets or liability is a market in which the transaction for the asset or liability occurs with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2

Inputs to the valuation methodology include:

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

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

Level 3

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in methodologies used at December 31, 2025 and 2024.

Mutual funds: Valued at the net asset value (NAV) of shares held by the Plan at year end. The mutual funds held by the Plan are deemed to be actively traded and have readily determinable fair value.

NOTE 5 – FAIR VALUE MEASUREMENTS – Continued

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2025 and 2024:

	Fair Value Measurements At December 31, 2025 Using			
	(Level 1)	(Level 2)	(Level 3)	Total
Mutual Funds	$ 15,575,532	-	-	$ 15,575,532
Total investments at fair value	$ 15,575,532	-	-	$ 15,575,532

	Fair Value Measurements At December 31, 2024 Using			
	(Level 1)	(Level 2)	(Level 3)	Total
Mutual Funds	$ 15,011,151	-	-	$ 15,011,151
Total investments at fair value	$ 15,011,151	-	-	$ 15,011,151

NOTE 6 – TAX STATUS

The Plan has been designed as a Non-standardized Pre-Approved Profit Sharing 401(k) Plan with CODA (pre-approved plan) which received an opinion letter from the IRS dated June 30, 2020, that stated the pre-approved plan constituted a qualified plan under the Code. The Plan administrator believes that the Plan is currently designed and being operated in all material respects in compliance with the applicable requirements of the IRC. Therefore, the Plan administrator believes that the Plan was qualified and that the related trust was tax-exempt as of the financial statement dates. Therefore, no provision for income taxes has been included in the Plan’s financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2025 there are no significant uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements, or that its impact, if any, would materially affect net assets available for benefits. The Plan is subject to routine audits by taxing jurisdictions; however, there currently are no audits for any tax periods in progress.

NOTE 7 – RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Fidelity is the Trustee as defined by the Plan and, therefore, transactions between the Trustee, including its related parties, and the Plan qualify as party-in-interest transactions. Certain Plan investments are shares of mutual funds managed by affiliates of the trustee; therefore, these transactions qualify as party-in-interest transactions. Additionally, the Plan issues loans to participants, which are secured by the participant's account balances. Such participants are parties-in-interest to the Plan.

NOTE 8 – PLAN AMENDMENT OR TERMINATION

Although it has not expressed any intent to do so, each Employer has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their accounts. The Employer has the right to amend the Plan at any time.

NOTE 9 – FIDELITY BOND

ERISA Section 412 requires that officials who handle Plan assets be covered by a fidelity bond in an amount of at least ten percent of plan assets handled, subject to applicable regulatory limitations. During 2025, the Plan obtained fidelity bond coverage of $500,000 effective November 26, 2025. The fidelity bond remained in effect as of December 31, 2025. Prior to November 26, 2025, the Plan did not maintain fidelity bond coverage. Management believes the Plan was in compliance with the bonding requirements of ERISA as of December 31, 2025.

NOTE 10 – RECONCILIATION OF FORM 5500 TO FINANCIAL STATEMENTS

The following is a reconciliation of net assets available for benefits as of December 31, 2025 and 2024.

	2025	2024
Net assets available for benefits per the Financial Statements	$ 16,201,130	$ 15,684,916
Contributions receivable per financial statements	(49,068)	(24,136)
Net assets per Form 5500	$ 16,152,062	$ 15,660,780

The following is a reconciliation of the change in net assets available for benefits for the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024 per the financial statements to the net income per Form 5500.

	2025	2024
Increase in net assets available for benefits per the Financial Statements	$ 516,214	$ 15,820,000
Add prior year receivable	24,136	-
Less current year receivable	(49,068)	(24,136)
Net income per Form 5500	$ 491,282	$ 15,795,864

NOTE 11 – CONTINGENCIES

There were no unusual or infrequent events or transactions occurring subsequent to the balance sheet date that might significantly affect the usefulness of the financial statements in assessing the Plan's present and future ability to pay benefits.

NOTE 12 – PROHIBITED TRANSACTIONS

During the period from April 1, 2024 (inception) through December 31, 2024, participant contributions and loan repayments for two payroll periods totaling $26,696 were not remitted timely to the Plan. The Department of Labor (DOL) requires that participant contributions be remitted to the Plan on the earliest date on which they can be reasonably segregated from the Company's general assets. Failure to remit participant contributions timely results in a prohibited transaction that must be separately reported and may result in penalties to the Plan Sponsor.

As of the date the financial statements were available to be issued, management had not completed the calculation of any related lost earnings and had not completed any required corrective filings. Management is evaluating the corrective actions required under applicable Department of Labor and Internal Revenue Service guidance. No participant contribution remittance prohibited transactions were identified during the year ended December 31, 2025. See the accompanying supplemental schedule, Schedule H, Line 4a - Schedule of Delinquent Participant Contributions, on page 19.

NOTE 13 – PLAN TRANSFER

In April 2024, the Plan received $133,281 as an incoming rollover. The rollover was subsequently determined to have been received in error and, at the participant's request, the amount was returned to the originating plan on May 20, 2024. As of December 31, 2024, the statement of changes in net assets available for benefits shows a rollover of $133,281 and a transfer of assets from the Plan of $135,084. The difference reflects $1,803 of net investment gain earned while the assets were temporarily held by the Plan. These transactions had no net effect on net assets for the period from April 1, 2024 (inception) through December 31, 2024. There were no comparable plan transfers during the year ended December 31, 2025.

NOTE 14 – SUBSEQUENT EVENTS

For the year ended December 31, 2025, Plan management evaluated subsequent events for potential recognition and disclosure through October 9, 2026, which is the date the financial statements were available to be issued. There were no events or transactions discovered during this evaluation that require recognition or disclosure in the financial statements.

Fresco 401(k) Plan

REQUIRED SUPPLEMENTAL SCHEDULES

December 31, 2025

Fresco 401(k) Plan
Plan Sponsor's EIN: 93-2588159
Plan Number: 001
Schedule H, Part IV, Line 4i-Schedule of Assets (Held at End of Year)
December 31, 2025

	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost	Current Value
(a)	(b)	(c)	(d)	(e)
	T. Rowe Price Retirement 2035 Fund I Class	Mutual Fund	#	$ 3,711,712
	T. Rowe Price Retirement 2030 Fund I Class	Mutual Fund	#	3,667,394
	T. Rowe Price Retirement 2025 Fund I Class	Mutual Fund	#	3,227,463
	T. Rowe Price Retirement 2040 Fund I Class	Mutual Fund	#	1,093,183
	T. Rowe Price Retirement 2020 Fund I Class	Mutual Fund	#	1,036,133
*	Fidelity Contrafund K6	Mutual Fund	#	786,358
	T. Rowe Price Retirement 2045 Fund I Class	Mutual Fund	#	600,794
	T. Rowe Price Retirement 2010 Fund I Class	Mutual Fund	#	323,254
	Columbia Dividend Income Fund - Institutional Class I3	Mutual Fund	#	205,726
	T. Rowe Price Retirement 2050 Fund I Class	Mutual Fund	#	200,471
	T. Rowe Price Retirement 2055 Fund I Class	Mutual Fund	#	151,753
*	Fidelity Government Money Market Fund	Money Market Fund	#	101,640
	T. Rowe Price Retirement 2015 Fund I Class	Mutual Fund	#	82,380
*	Fidelity 500 Index Fund	Mutual Fund	#	72,716
	Baird Core Plus Bond Fund - Institutional Class	Mutual Fund	#	56,093
	Dodge & Cox International Stock Fund Class I	Mutual Fund	#	54,270
	T. Rowe Price Retirement 2065 Fund I Class	Mutual Fund	#	52,055
	T. Rowe Price Retirement 2060 Fund I Class	Mutual Fund	#	42,674
*	Fidelity Global ex U.S. Index Fund	Mutual Fund	#	26,470
	T. Rowe Price Retirement 2005 Fund I Class	Mutual Fund	#	20,277
	Neuberger Berman Small Cap Growth Fund - Class R6	Mutual Fund	#	20,122
*	Fidelity U.S. Bond Index Fund	Mutual Fund	#	15,450
	PIMCO RAE U.S. Small Fund - Institutional Class	Mutual Fund	#	10,837
*	Fidelity Extended Market Index Fund	Mutual Fund	#	8,554
	PIMCO Real Return Fund - Institutional Class	Mutual Fund	#	4,980
	BrokerageLink – Common Stock	Common Stock	#	1,861
	JPMorgan Mid Cap Growth Fund - Class R6	Mutual Fund	#	906
	BrokerageLink – Cash	Cash	#	6
		Total Investments at fair value		$ 15,575,532
*	Participant Loans	Loans, interest rates ranging from 3.25% to 8.50%		576,530
		Total Investments and Participant Loans		$ 16,152,062

* Indicates a party-in-interest defined by ERISA
# Cost information is not required for participant-directed investments

Fresco 401(k) Plan

Plan Sponsor's EIN: 93-2588159

Plan Number: 001

Schedule H, Line 4a - Schedule of Delinquent Participant Contributions

For the Year Ended December 31, 2025

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transaction			Total Fully Corrected Under VFCP PTE 2002-51
	Contributions not Corrected	Contributions Corrected Outside VFCP	Contribution Pending Correction in VFCP	
$26,696	$26,696	$0	$0	$0

Fresco 401(k) Plan

Financial Statements

and

Supplemental Schedules

December 31, 2025 and 2024

GEMRT

GARCIA | ESPINOSA | MIYARES | RODRIGUEZ | TRUEBA

Certified Public Accountants & Advisors

Fresco 401(k) Plan
Financial Statements and Supplemental Schedules
December 31, 2025 and 2024

TABLE OF CONTENTS

	Page
Independent Auditors' Report	1 - 4
Financial Statements:	
Statement of Net Assets Available for Benefits	5
Statement of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7 - 15
Required Supplemental Schedules*	
Form 5500**,** Schedule H, Part IV, Line 4i - Schedule of Assets (Held at End of Year) - December 31, 2025	16
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions	17

* Other Supplemental schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") have been omitted because such schedules are either not applicable or not required.

GARCIA | ESPINOSA | MIYARES | RODRIGUEZ | TRUEBA

INDEPENDENT AUDITORS' REPORT

Plan Administrator
Fresco 401(k) Plan
Miami, Florida

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

We have audited the accompanying financial statements of Fresco 401(k) 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, 2025 and 2024, and the related statements of changes in net assets available for benefits for the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024, and the related notes to the financial statements.

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

Management has obtained certifications from a qualified institution as of December 31, 2025 and 2024, and for the year ended December 31, 2025, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

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

- the amounts and disclosures in the financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Fresco 401(k) Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Fresco 401(k) Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Fresco 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Fresco 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental Schedule H, Line 4a - Schedule of Delinquent Participant Contributions for the year ended December 31, 2025 and the Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2025 (referred to as the "supplemental schedules") are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to

auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with generally accepted auditing standards. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

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



Coral Gables, Florida
October 9, 2026

Fresco 401(k) Plan
Statement of Net Assets Available for Benefits
December 31, 2025 and 2024

	2025	2024
ASSETS		
Investments, at fair value	$ 15,575,532	$ 15,011,151
Notes Receivable from Participants	576,530	649,629
Receivables:		
Participants' contributions	33,654	15,704
Employer's contribution	15,414	8,432
Total Receivables	49,068	24,136
NET ASSETS AVAILABLE FOR BENEFITS	$ 16,201,130	$ 15,684,916

The accompanying notes are an integral part of these financial statements

Fresco 401(k) Plan

Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2025 and the Period from
April 1, 2024 (Inception) through December 31, 2024

	2025	2024
ADDITIONS		
Additions to Net Assets Attributed to:		
Investment income:		
Net appreciation in fair value of investments	$ 1,264,985	$ 295,634
Interest and dividends	814,321	469,459
Net investment Income	2,079,306	765,093
Interest income on notes receivable from participants	41,229	30,718
Contributions:		
Employer	311,185	257,799
Participants' salary deferral	558,207	434,686
Roth deferrals	90,563	50,147
Rollovers	164,041	15,748,587
Total Contributions	1,123,996	16,491,219
Total Additions	3,244,531	17,287,030
DEDUCTIONS		
Deductions from Net Assets Attributed to:		
Benefits paid to participants	2,620,521	1,412,922
Administrative fees and other charges	107,796	54,108
Total Deductions	2,728,317	1,467,030
Net Increase in Net Assets Before Plan Transfers	516,214	15,820,000
Transfers from the Plan	-	(135,084)
Net Assets Available for Benefits - Beginning of Year	15,684,916	-
Net Assets Available for Benefits - End of Year	$ 16,201,130	$ 15,684,916

The accompanying notes are an integral part of these financial statements

NOTE 1 – DESCRIPTION OF THE PLAN

The following description of the Fresco 401(k) Plan provides general information regarding the Plan. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Fresco 401(k) Plan (the "Plan") is a defined contribution plan established with an effective date of April 1, 2024 for the purpose of providing an opportunity to save for retirement to all eligible employees of Fresco Retail Group, LLC and Sunshine Retail Investments, LLC (collectively, the "Company") who have completed two months of service and attained age 21. Plan assets acquired under the Plan as a result of contributions, investment income, and other additions are administered for the exclusive benefit of participants and their beneficiaries. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Fresco Retail Group, LLC serves as the Plan Sponsor and Plan Administrator. Plan assets are held by Fidelity Management Trust Company ("Fidelity" or the "Trustee").

Contributions

Participants may voluntarily contribute up to 75% of their pre-tax annual compensation, as defined by the Plan, not to exceed the maximum allowable contribution under the Internal Revenue Code (the "Code"). The maximum allowable contribution totaled $23,500 and $23,000 for the year ended December 31, 2025 and for the period from April 1, 2024 (inception) through December 31, 2024, respectively, subject to certain discrimination tests prescribed by the Code. Participants may also contribute rollover amounts representing distributions from other qualified retirement plans.

In addition, participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions of up to $7,500 for both 2025 and 2024, subject to certain discrimination tests prescribed by the Code. Certain participants ages 60 through 63 may be eligible for increased catch-up contribution limits of up to $11,250 for 2025 pursuant to the provisions of SECURE 2.0 and related IRS guidance. Participants may elect that a portion or all of their deferral contributions be designated as Roth 401(k) contributions.

Effective November 15, 2024, the Plan adopted an Eligible Automatic Contribution Arrangement ("EACA"). Under the EACA provisions, certain eligible employees are automatically enrolled in the Plan at the Plan's default contribution rate unless they affirmatively elect a different contribution rate or elect not to participate. The automatic enrollment feature remained in effect throughout 2025.

NOTE 1 – DESCRIPTION OF THE PLAN – Continued

Contributions – Continued

The Company provides safe harbor matching contributions equal to 100% of the first 3% of eligible compensation and 50% of the next 2% of eligible compensation that participants contribute to the Plan. In addition, the Plan permits the Company to make discretionary additional matching contributions, as determined annually by the Company. For the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024, no such additional matching contributions were made. Contributions are subject to certain limitations.

In connection with the establishment of the Plan in April 2024, participant account balances from a predecessor 401(k) plan were transferred into the Plan as rollovers. These amounts were recorded as rollover contributions and totaled $15,748,587 for the period from April 1, 2024 through December 31, 2024, as presented in the accompanying statement of changes in net assets available for benefits.

Participant Accounts

Individual accounts are maintained for each Plan participant. Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contributions, (b) administrative expenses and (c) investment earnings or losses. Allocations are based on each participant's earnings or account balances, as defined in the Plan. The maximum benefit to which a participant is entitled is the benefit that can be provided by the participant's vested account balance.

Investment Options

Upon enrollment in the Plan, a participant may direct elective deferrals into various investment options provided by the Plan. All investments are participant-directed.

Benefit Payments

Benefits are payable upon normal retirement (presently age 65), disability, death or termination. A participant shall be entitled to receive a distribution of all or any portion of his/her vested account balance upon attainment of age 59-1/2. In the event of a financial hardship as defined by IRS guidelines, a participant may be permitted to withdraw all or any portion of his/her deferral contributions account, subject to Plan terms. In addition, small vested account balances may be automatically distributed or rolled over to an individual retirement plan in accordance with the Plan's cash out and automatic rollover provisions.

NOTE 1 – DESCRIPTION OF THE PLAN – Continued

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching is based on years of continuous service at the rate of 20% per year, with the participant reaching 100% vesting after five years of service. Upon termination of employment, a participant's non-vested amounts are forfeited in accordance with the Plan document. For purposes of eligibility and vesting, the Plan also recognizes certain service with predecessor employers, as defined in the Plan document.

Forfeitures

Benefit payments to terminated employees partially vested in the Plan include their vested portion of Company matching contributions. Forfeited balances of terminated participants' non-vested accounts may be used to reduce Company matching contributions and administrative expenses, if so directed by the Company. For the year ended December 31, 2025 and for the period from April 1, 2024 (inception) through December 31, 2024, total forfeitures available for use were $3,451 and $4, respectively. There were no forfeitures used to reduce Company matching contributions or administrative expenses during the year ended December 31, 2025 and for the period from April 1, 2024 (inception) through December 31, 2024.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America using the accrual method of accounting.

Investment Valuation and Income Recognition

All investments in mutual funds are recorded at fair value in these financial statements, as prescribed by Accounting Standards Codification No. 820, *Fair Value Measurements*, (“ASC 820”). ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Additionally, ASC 820 establishes a framework for measuring fair value and expands disclosures about assets and liabilities measured at fair value. For information related to the Plan’s valuation methodologies under ASC 820, see Note 5 of these financial statements.

The Plan presents in the Statement of Changes in Net Assets Available for Benefits net appreciation (depreciation) in the fair value of its investments, which consist of realized gains or losses, represented as an excess (shortfall) over market values at the beginning of the year, and unrealized appreciation (depreciation) on investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Investment Valuation and Income Recognition - Continued

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

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires the Plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Accordingly, actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2025 and 2024. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded. As of December 31, 2025 and 2024, the Plan had outstanding notes receivable from participants with principal balances totaling $576,530 and $649,629.

Active participants may elect to borrow, from their fund accounts, a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or one-half of the participants vested account balance. The interest rate is determined at the inception of the loan and is based on the prevailing interest rates charged by persons in the business of lending money for loans which would be made under similar circumstances. The loans are secured by the vested balance in the participant's account and bear interest at an average rate of 7.0% which is commensurate with local prevailing rates, as determined by the Plan Administrator. Principal and interest are repaid through payroll deductions. Loan terms range from 1 to 5 years or up to 10 years for the purchase of a primary residence. Loans to participants are considered party-in-interest transactions.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Excess Contributions Payable

During 2025 and 2024, there were no excess employee contributions.

Payment of Benefits

Benefit payments to participants are recorded when paid.

NOTE 3 – INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, Fidelity Management Trust Company, the trustee, has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- Investments and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2025 and 2024.
- Net appreciation in fair value of investments, dividends and interest (which includes interest income on notes receivable), reflected on the accompanying statement of changes in net assets available for benefits for the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024.
- Schedule H, line 4i - schedule of assets (held at end of year) as of December 31, 2025.

NOTE 4 – RISKS AND UNCERTAINTIES

The Plan provides for various investment options in any combination of investment securities offered by the Plan. Investment securities are exposed to various risks, such as interest rate, market fluctuations and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in market values, interest rates, or other factors in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

NOTE 5 – FAIR VALUE MEASUREMENTS

The Plan's shares of mutual funds are valued at quoted market prices which represent the net asset value of shares held by the Plan at each year end.

ASC 820 defines the fair value of a financial instrument as the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). The best evidence of fair value is a quoted price in an active market. If listed prices or quotations are not available, fair value is determined by reference to prices of similar instruments and quoted prices or recent prices in less active markets.

NOTE 5 – FAIR VALUE MEASUREMENTS – Continued

The fair value standards under ASC 820 establish a three-level hierarchy to prioritize the inputs used for valuing assets and liabilities. This fair value hierarchy prioritizes inputs to the valuation techniques used to measure fair value, giving the highest priority to level 1 inputs and the lowest priority to level 3 inputs. A financial instrument's level in the fair value hierarchy is based on the lowest level of any input that is significant to fair value measurement. The three levels of the fair value hierarchy are described as follows:

Level 1

Inputs to the valuation methodology are unadjusted quoted prices for identical unrestricted assets or liabilities in active markets that the Plan has the ability to access. An active market for the assets or liability is a market in which the transaction for the asset or liability occurs with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2

Inputs to the valuation methodology include:

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

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

Level 3

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in methodologies used at December 31, 2025 and 2024.

Mutual funds: Valued at the net asset value (NAV) of shares held by the Plan at year end. The mutual funds held by the Plan are deemed to be actively traded and have readily determinable fair value.

NOTE 5 – FAIR VALUE MEASUREMENTS – Continued

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2025 and 2024:

	Fair Value Measurements At December 31, 2025 Using			
	(Level 1)	(Level 2)	(Level 3)	Total
Mutual Funds	$ 15,575,532	-	-	$ 15,575,532
Total investments at fair value	$ 15,575,532	-	-	$ 15,575,532

	Fair Value Measurements At December 31, 2024 Using			
	(Level 1)	(Level 2)	(Level 3)	Total
Mutual Funds	$ 15,011,151	-	-	$ 15,011,151
Total investments at fair value	$ 15,011,151	-	-	$ 15,011,151

NOTE 6 – TAX STATUS

The Plan has been designed as a Non-standardized Pre-Approved Profit Sharing 401(k) Plan with CODA (pre-approved plan) which received an opinion letter from the IRS dated June 30, 2020, that stated the pre-approved plan constituted a qualified plan under the Code. The Plan administrator believes that the Plan is currently designed and being operated in all material respects in compliance with the applicable requirements of the IRC. Therefore, the Plan administrator believes that the Plan was qualified and that the related trust was tax-exempt as of the financial statement dates. Therefore, no provision for income taxes has been included in the Plan’s financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2025 there are no significant uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements, or that its impact, if any, would materially affect net assets available for benefits. The Plan is subject to routine audits by taxing jurisdictions; however, there currently are no audits for any tax periods in progress.

NOTE 7 – RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Fidelity is the Trustee as defined by the Plan and, therefore, transactions between the Trustee, including its related parties, and the Plan qualify as party-in-interest transactions. Certain Plan investments are shares of mutual funds managed by affiliates of the trustee; therefore, these transactions qualify as party-in-interest transactions. Additionally, the Plan issues loans to participants, which are secured by the participant's account balances. Such participants are parties-in-interest to the Plan.

NOTE 8 – PLAN AMENDMENT OR TERMINATION

Although it has not expressed any intent to do so, each Employer has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their accounts. The Employer has the right to amend the Plan at any time.

NOTE 9 – FIDELITY BOND

ERISA Section 412 requires that officials who handle Plan assets be covered by a fidelity bond in an amount of at least ten percent of plan assets handled, subject to applicable regulatory limitations. During 2025, the Plan obtained fidelity bond coverage of $500,000 effective November 26, 2025. The fidelity bond remained in effect as of December 31, 2025. Prior to November 26, 2025, the Plan did not maintain fidelity bond coverage. Management believes the Plan was in compliance with the bonding requirements of ERISA as of December 31, 2025.

NOTE 10 – RECONCILIATION OF FORM 5500 TO FINANCIAL STATEMENTS

The following is a reconciliation of net assets available for benefits as of December 31, 2025 and 2024.

	2025	2024
Net assets available for benefits per the Financial Statements	$ 16,201,130	$ 15,684,916
Contributions receivable per financial statements	(49,068)	(24,136)
Net assets per Form 5500	$ 16,152,062	$ 15,660,780

The following is a reconciliation of the change in net assets available for benefits for the year ended December 31, 2025 and the period from April 1, 2024 (inception) through December 31, 2024 per the financial statements to the net income per Form 5500.

	2025	2024
Increase in net assets available for benefits per the Financial Statements	$ 516,214	$ 15,820,000
Add prior year receivable	24,136	-
Less current year receivable	(49,068)	(24,136)
Net income per Form 5500	$ 491,282	$ 15,795,864

NOTE 11 – CONTINGENCIES

There were no unusual or infrequent events or transactions occurring subsequent to the balance sheet date that might significantly affect the usefulness of the financial statements in assessing the Plan's present and future ability to pay benefits.

NOTE 12 – PROHIBITED TRANSACTIONS

During the period from April 1, 2024 (inception) through December 31, 2024, participant contributions and loan repayments for two payroll periods totaling $26,696 were not remitted timely to the Plan. The Department of Labor (DOL) requires that participant contributions be remitted to the Plan on the earliest date on which they can be reasonably segregated from the Company's general assets. Failure to remit participant contributions timely results in a prohibited transaction that must be separately reported and may result in penalties to the Plan Sponsor.

As of the date the financial statements were available to be issued, management had not completed the calculation of any related lost earnings and had not completed any required corrective filings. Management is evaluating the corrective actions required under applicable Department of Labor and Internal Revenue Service guidance. No participant contribution remittance prohibited transactions were identified during the year ended December 31, 2025. See the accompanying supplemental schedule, Schedule H, Line 4a - Schedule of Delinquent Participant Contributions, on page 19.

NOTE 13 – PLAN TRANSFER

In April 2024, the Plan received $133,281 as an incoming rollover. The rollover was subsequently determined to have been received in error and, at the participant's request, the amount was returned to the originating plan on May 20, 2024. As of December 31, 2024, the statement of changes in net assets available for benefits shows a rollover of $133,281 and a transfer of assets from the Plan of $135,084. The difference reflects $1,803 of net investment gain earned while the assets were temporarily held by the Plan. These transactions had no net effect on net assets for the period from April 1, 2024 (inception) through December 31, 2024. There were no comparable plan transfers during the year ended December 31, 2025.

NOTE 14 – SUBSEQUENT EVENTS

For the year ended December 31, 2025, Plan management evaluated subsequent events for potential recognition and disclosure through October 9, 2026, which is the date the financial statements were available to be issued. There were no events or transactions discovered during this evaluation that require recognition or disclosure in the financial statements.

Fresco 401(k) Plan

REQUIRED SUPPLEMENTAL SCHEDULES

December 31, 2025

Fresco 401(k) Plan
Plan Sponsor's EIN: 93-2588159
Plan Number: 001
Schedule H, Part IV, Line 4i-Schedule of Assets (Held at End of Year)
December 31, 2025

	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost	Current Value
(a)	(b)	(c)	(d)	(e)
	T. Rowe Price Retirement 2035 Fund I Class	Mutual Fund	#	$ 3,711,712
	T. Rowe Price Retirement 2030 Fund I Class	Mutual Fund	#	3,667,394
	T. Rowe Price Retirement 2025 Fund I Class	Mutual Fund	#	3,227,463
	T. Rowe Price Retirement 2040 Fund I Class	Mutual Fund	#	1,093,183
	T. Rowe Price Retirement 2020 Fund I Class	Mutual Fund	#	1,036,133
*	Fidelity Contrafund K6	Mutual Fund	#	786,358
	T. Rowe Price Retirement 2045 Fund I Class	Mutual Fund	#	600,794
	T. Rowe Price Retirement 2010 Fund I Class	Mutual Fund	#	323,254
	Columbia Dividend Income Fund - Institutional Class I3	Mutual Fund	#	205,726
	T. Rowe Price Retirement 2050 Fund I Class	Mutual Fund	#	200,471
	T. Rowe Price Retirement 2055 Fund I Class	Mutual Fund	#	151,753
*	Fidelity Government Money Market Fund	Money Market Fund	#	101,640
	T. Rowe Price Retirement 2015 Fund I Class	Mutual Fund	#	82,380
*	Fidelity 500 Index Fund	Mutual Fund	#	72,716
	Baird Core Plus Bond Fund - Institutional Class	Mutual Fund	#	56,093
	Dodge & Cox International Stock Fund Class I	Mutual Fund	#	54,270
	T. Rowe Price Retirement 2065 Fund I Class	Mutual Fund	#	52,055
	T. Rowe Price Retirement 2060 Fund I Class	Mutual Fund	#	42,674
*	Fidelity Global ex U.S. Index Fund	Mutual Fund	#	26,470
	T. Rowe Price Retirement 2005 Fund I Class	Mutual Fund	#	20,277
	Neuberger Berman Small Cap Growth Fund - Class R6	Mutual Fund	#	20,122
*	Fidelity U.S. Bond Index Fund	Mutual Fund	#	15,450
	PIMCO RAE U.S. Small Fund - Institutional Class	Mutual Fund	#	10,837
*	Fidelity Extended Market Index Fund	Mutual Fund	#	8,554
	PIMCO Real Return Fund - Institutional Class	Mutual Fund	#	4,980
	BrokerageLink – Common Stock	Common Stock	#	1,861
	JPMorgan Mid Cap Growth Fund - Class R6	Mutual Fund	#	906
	BrokerageLink – Cash	Cash	#	6
		Total Investments at fair value		$ 15,575,532
*	Participant Loans	Loans, interest rates ranging from 3.25% to 8.50%		576,530
		Total Investments and Participant Loans		$ 16,152,062

* Indicates a party-in-interest defined by ERISA
# Cost information is not required for participant-directed investments

Fresco 401(k) Plan

Plan Sponsor's EIN: 93-2588159

Plan Number: 001

Schedule H, Line 4a - Schedule of Delinquent Participant Contributions

For the Year Ended December 31, 2025

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transaction			Total Fully Corrected Under VFCP PTE 2002-51
	Contributions not Corrected	Contributions Corrected Outside VFCP	Contribution Pending Correction in VFCP	
$26,696	$26,696	$0	$0	$0