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.)
- ☒ a single-employer plan
- ☐ a DFE (specify) _____

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
UNIVERSAL PHOTONICS INC 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1999

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)
UNIVERSAL PHOTONICS INC

85 JETSON LN
CENTRAL ISLIP, NY 11722-1202

2b Employer Identification Number (EIN) 11-2665147

2c Plan Sponsor's telephone number 516-935-4000

2d Business code (see instructions) 424990

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	NEIL JOHNSON
	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:	**4b**	EIN
a	Sponsor's name	**4d**	PN
c	Plan Name		

5	Total number of participants at the beginning of the plan year	**5**	147
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)**	123
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	116
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	25
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	141
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	141
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)**	118
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)**	113
h	Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

2A 2E 2F 2G 2J 2K 2T 3D 3H

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)** [X] **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
UNIVERSAL PHOTONICS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
UNIVERSAL PHOTONICS INC

D Employer Identification Number (EIN)
11-2665147

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

PAYCHEX SECURITIES CORPORATION
225 KENNETH DRIVE
ROCHESTER, NY 14623

16-1486352

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

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

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

PAYCHEX, INC.

911 PANORAMA TRAIL S
ROCHESTER, NY 14625

16-1124166

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15	RECORDKEEPER	17113	Yes [ ] No [X]	Yes [ ] No [X]		Yes [ ] No [X]

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

PRIVATE ADVISOR GROUP LLC

65 MADISON AVE
SUITE 300
MORRISTOWN, NJ 07960

04-3046611

(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?
26	ADVISOR	38353	Yes [ ] No [X]	Yes [ ] No [X]		Yes [ ] No [X]

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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(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 D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

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

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
UNIVERSAL PHOTONICS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
UNIVERSAL PHOTONICS INC

D Employer Identification Number (EIN)
11-2665147

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: METLIFE GAC SERIES 25053 0

b Name of sponsor of entity listed in (a): RELIANCE TRUST

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
46-6625485-001	C	162306

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II **Information on Participating Plans (to be completed by DFEs, other than DCGs)**
(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

a Plan name

b Name of plan sponsor | **c** EIN-PN

a Plan name

b Name of plan sponsor | **c** EIN-PN

a Plan name

b Name of plan sponsor | **c** EIN-PN

a Plan name

b Name of plan sponsor | **c** EIN-PN

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a Plan name

b Name of plan sponsor | **c** EIN-PN

a Plan name

b Name of plan sponsor | **c** EIN-PN

a Plan name

b Name of plan sponsor | **c** EIN-PN

a Plan name

b Name of plan sponsor | **c** EIN-PN

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
UNIVERSAL PHOTONICS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
UNIVERSAL PHOTONICS INC

D Employer Identification Number (EIN)
11-2665147

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	6246	6609
(2) Participant contributions	1b(2)	12725	15216
(3) Other	1b(3)	2061	573
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	173030	174180
(9) Value of interest in common/collective trusts	1c(9)	125971	162306
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	18209616	19676545
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
1e Buildings and other property used in plan operation	1e		
1f Total assets (add all amounts in lines 1a through 1e)	1f	18529649	20035429
Liabilities			
1g Benefit claims payable	1g	2175	
1h Operating payables	1h		
1i Acquisition indebtedness	1i		
1j Other liabilities	1j		
1k Total liabilities (add all amounts in lines 1g through1j)	1k	2175	0
Net Assets			
1l Net assets (subtract line 1k from line 1f)	1l	18527474	20035429

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)	396359	
(B) Participants	2a(1)(B)	911825	
(C) Others (including rollovers)	2a(1)(C)	24621	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1332805
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	13582	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		13582
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1036065	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1036065
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(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)		1722340
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		4104792
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2540436	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		2540436
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees	2i(2)	16958	
(3) Recordkeeping fees	2i(3)	0	
(4) IQPA audit fees	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	38583	
(6) Bank or trust company trustee/custodial fees	2i(6)	860	
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	0	
(12) Total administrative expenses. Add lines **2i(1)** through **(11)**	2i(12)		56401
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2596837
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1507955
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: DOANE CPA FIRM LLC **(2)** EIN: 27-4431954

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	**4a**		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	**4b**		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	**4c**		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	**4d**		X	
e Was this plan covered by a fidelity bond?	**4e**	X		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**		X	

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
UNIVERSAL PHOTONICS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
UNIVERSAL PHOTONICS INC

D Employer Identification Number (EIN)
11-2665147

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): 27-3169253

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 08 / 31 / 2020 (MM/DD/YYYY) and the Opinion Letter serial number Q704150A .

UNIVERSAL PHOTONICS INC

401(K) PROFIT SHARING PLAN & TRUST

FINANCIAL STATEMENTS

AND

SUPPLEMENTARY INFORMATION

FOR THE YEARS ENDED

DECEMBER 31, 2025 AND 2024

* * * * * * * * * * * * * * * * * * * *

UNIVERSAL PHOTONICS, INC.
401(K) PROFIT SHARING PLAN & TRUST

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DOANE CPA
Certified Public Accountancy

PO Box 547 * WATERTOWN, NY 13601
TEL. (315) 661-6555 * FAX (315) 782-8667
Member: FICPA

INDEPENDENT ACCOUNTANT'S REPORT

To the Participants and Administrative Committee
of Universal Photonics Inc.
401(k) Profit Sharing Plan & Trust
Central Islip, NY

Scope and Nature of the ERISA Section 103(a)(3)C Audit for the 2025 Financial Statements

I have performed an audit the accompanying financial statements of the Universal Photonics Inc. 401(k) Profit Sharing Plan and Trust Benefit Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA) as permitted by ERISA Section 103(a)(3)C. The financial statements comprise the statement of net assets available for benefits as of December 31, 2025, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management, having determined it is permissible in the circumstances, has elected to have the audit of the 2025 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, my audit need not extend to any statements or information related to assets held for investment of the plan 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 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 a certification from a qualified institution as of and for the year ended December 31, 2025, stating that the certified investment information, as described in Note H to the financial statements, is complete and accurate.

Opinion

In my opinion, based on my audits and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial statements section:

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

* The information in the accompanying financial statements 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).

Auditor's Responsibility for the Audit of the 2025 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)C Audit of the Financial Statements section of my report, my objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my 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 judgement made by a reasonable user based on the financial statements.

Auditor's Responsibility for the Audit of the 2025 Financial Statements (continued)

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

* Exercise professional judgment and maintain professional skepticism throughout the audit.
* Identify an assess 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 the effectiveness of Universal Photonics Inc. 401(k) Profit Sharing Plan and Trust Benefit 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 evaluate the overall presentation of the financial statements.
* Conclude whether, in my judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Universal Photonics Inc. 401K Profit Sharing Plan and Trust Benefit Plan's ability to continue as a going concern for a reasonable period of time.

My 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 2025 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 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.

I am 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 I identified during the audit.

2025 Supplemental Schedules Required by ERISA

The supplemental information of Schedule H, line 4i Schedule of Assets (Held at End of Year) as of and for the year ending December 31, 2025, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and related 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 audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting 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, I compared such information to the related certified investment information.

In forming my opinion on the supplemental schedules, I 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.

2025 Supplemental Schedules Required by ERISA (continued)

In my 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 schedules related to assets held by and certified 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.

Auditor's Report on the 2024 Financial Statements

The 2024 financial statements of Universal Photonics Inc. 401K Profit Sharing Plan & Trust Benefit Plan were audited by me. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for reporting and disclosure under ERISA, the plan administrator instructed me not to perform, and I did not perform, any auditing procedures with respect to the information certified by the qualified institution. My report dated September 28, 2025, indicated that the information in the financial statements, other than those derived by the certified investment information, was presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America and that the information in the financial statements 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).

Doane CPA Firm

Doane CPA Firm LLC
Watertown, New York

September 30, 2026

UNIVERSAL PHOTONICS INC.
401(K) PROFIT SHARING PLAN & TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2025 AND 2024

	2025	2024
ASSETS		
INVESTMENTS - Fair market value - Note B		
Mutual Funds	$ 19,656,868	$ 18,209,616
Pending trade transactions - Note C	19,677	-
Common collective trust	162,306	125,971
Total investments	19,838,851	18,335,587
RECEIVABLES		
Notes receivable from participants	174,180	173,030
Receivable from employer contributions	6,609	6,246
Receivable from participant loans	573	2,061
Receivable from employee contributions	15,216	12,725
Total receivables	196,578	194,062
TOTAL ASSETS	$ 20,035,429	$ 18,529,649
LIABILITIES		
Distributions payable	$ -	$ 2,175
NET ASSETS AVAILABLE FOR BENEFITS	$ 20,035,429	$ 18,527,474

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

UNIVERSAL PHOTONICS INC.
401(K) PROFIT SHARING PLAN & TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2025 AND 2024

	2025	2024
ADDITIONS		
Participant contributions	$ 911,825	$ 882,644
Employer contributions	396,359	362,615
Rollover contributions	24,621	49,201
Loan interest income	13,582	13,481
Dividends and interest	1,036,065	935,877
Net investment gain (loss)	1,722,340	1,681,708
Total additions	4,104,792	3,925,526
DISBURSEMENTS		
Amounts paid to participants and beneficiaries	2,540,436	1,887,554
Administrative and management fees	56,401	52,259
Total disbursements	2,596,837	1,939,813
NET INCREASE(DECREASE) IN NET ASSETS	1,507,955	1,985,713
NET ASSETS AVAILABLE FOR BENEFITS - BEGINNING OF YEAR	18,527,474	16,541,761
NET ASSETS AVAILABLE FOR BENEFITS - END OF YEAR	$ 20,035,429	$ 18,527,474

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

NOTE A - GENERAL DESCRIPTION OF THE PLAN

The following description of the Universal Photonics, Inc, ("the Company") 401(k) Profit Sharing Plan & Trust ("the Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions. The Company comprises a "controlled group" of corporations under Code Sec 414(b).

General

The Plan is a defined contribution plan which was established January 1, 1999, covering all full-time and part-time employees of the Company and its affiliates who are over the age of 21 and have completed 2 consecutive months of eligibility service for employee deferrals and after completing 1 year of eligibility service for employer profit sharing contributions. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), under ERISA 404(C) Compliance.

Contributions

Each year, participants may contribute the lower of up to 92% of pretax annual compensation, as defined in the Plan subject to statutory limitations of the Internal Revenue Code ("IRC"). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing rollovers from other qualified defined benefit or contribution plans and Roth Elective Deferrals. Participants direct the investment of their contributions into various investment options offered by the Plan. The Company makes a safe harbor matching contribution of 100% of participants salary deferrals up to 3% and 50% of salary deferrals between 3% and 5%. The Plan may also contribute a non-elective contribution; however, no such contribution was elected for the year ended December 31, 2025. Participants also direct the investment of Company contributions. Contributions are subject to certain Internal Revenue Service ("IRS") limitations.

Participant Accounts

Each participant's account is credited with the participant's contribution and any potential employer's matching contribution plus allocations of (a) the Company's discretionary contribution and (b) Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested accounts.

	2025	2024
Retired or separated participants with current or future benefits	25	25
Number of Participants with account balances as of the end of year	113	119
Number of active participants at the end of the plan year	116	118

Vesting

Participants are immediately vested in their contributions and earnings thereon. Company matching contributions are vested at 100% upon contribution. Employer Profit Sharing contributions are 20% vested at year two and gradually increase to 100% at year six.

Loan to Participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Loan transactions are treated as a transfer to (from) the investment fund from (to) the Participant loan funds. Loan terms can range from 12-54 months up to 120 months for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates. Interest rates are equal to the prime rate at the time of the loan, plus 1%. Principal and interest is paid ratably through payroll deductions. Interest income is not due until the payment is received and is recorded at that time.

NOTE A - GENERAL DESCRIPTION OF THE PLAN (continued)

Payment of Benefits

On termination of service for any reason, participants will receive benefits equal to the value of the vested interest in his or her account. Participants with a vested balance less than $1,000 will receive a mandatory lump-sum distribution. For terminated participants with a vested account balance greater than $1,000, but less than $5,000, the Plan Administrator will make a direct rollover of the participant's account to an individual retirement account designed by the Plan Administrator. Participants with a vested account balance greater than $5,000 may elect to receive their benefits in either a lump-sum or in installment payments, or defer payment of benefits until a later date.

Withdrawals from a participant's salary deferral account may also be made in the event of a financial hardship, in accordance with the provisions specified in the Plan.

Participants who are at least 59 1/2 years of age may withdraw all or a portion of their vested account balance prior to termination.

Forfeitures

Plan Forfeitures are used to reduce plan expenses, to reduce employer contributions (other than elective deferrals) or as an employer profit sharing contribution in a ratio of participant compensation to total compensation for the plan year. The December 31, 2025 balance in forfeitures is $410.

NOTE B - SIGNIFICANT ACCOUNTING POLICIES

Investment Valuation and Income Recognition (SFAS 157)

The Company has adopted SFAS No. 157, "Fair Value Measurements".
SFAS No. 157 applies to all financial instruments that are measured and reported on a fair value basis.

As defined in SFAS No. 157, fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. In determine fair value, the Company utilizes certain assumptions that market participants would be used in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated or generally unobservable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Company is required to prove the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

Level 1 - Quoted market prices in active markets for identical assets or liabilities

Level 2 - Observable market based inputs or unobservable inputs that are corroborated by market data

Level 3 - Includes significant inputs to the valuation methodology that are unobservable and may include assumptions about market participant assumptions.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

NOTE B - SIGNIFICANT ACCOUNTING POLICIES (Continued)

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy:

MUTUAL FUNDS

Mutual funds are classified in Level 1 of the hierarchy as fair value is based on quoted prices in active markets for identical securities.

INTEREST BEARING CASH (Money Market Fund)

Interest bearing cash is classified in Level 1. Funds are invested in Federated US Treasury cash reserves Institutional Shares.

The following table presents the financial instruments carried at fair value as of December 31, 2025, by the TOPIC ASC 820 valuation hierarchy, as described above.

	Level 1	Level 2
Mutual Funds	19,656,868	-
Common Collective Trust	-	162,306
Total assets measured at fair value	$ 19,656,868	$ 162,306

	Mutual Funds	* Common Collective Trust	Market Total
Balance, beginning of year	$ 18,209,616	$ 125,971	$ 18,335,587
Contributions	1,263,904	46,503	1,310,407
Transfers in/(out) - net	7,135	(9,986)	(2,851)
Investment income	1,049,633	14	1,049,647
Administrative fees	(17,381)	(437)	(17,818)
Loan repay/Dist-net	-	885	885
Investment advisory fees	(38,583)	-	(38,583)
Gains(losses)	1,718,054	4,286	1,722,340
Benefit payments	(2,535,510)	(4,930)	(2,540,440)
Balance, end of year	$ 19,656,868	$ 162,306	$ 19,819,174

* Reliance Trust Stable Value Fund 25053

NOTE B - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Interest Income

Interest income is recorded as earned.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Various administrative costs, principally accounting and administrative fees, are paid directly by the Company. Other administrative expenses and investment advisory fees are paid by the Plan.

Participant Loans

Participant loans are recorded on the accrual basis, inclusive of accrued interest.
Interest income from participant loans is recorded when paid.
No provision for uncollectible loans is recorded, as management records defaulted amounts as deemed uncollectible. Participant loans are as follows:

Balance at December 31, 2024	$	173,030
New loans		130,851
Principal payments		(123,119)
Deemed distribution		(6,582)
Balance at December 31, 2025	$	174,180

Risks and Uncertainties

The Plan provides for various investment options in any combination of a variety of mutual funds. Investments in mutual funds are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with certain mutual funds and the level of uncertainty related to changes in the value of mutual funds, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits and the statements of changes in net assets available for benefits.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE C - INVESTMENTS

Plan assets are currently held in participant separate accounts through MidAtlantic Trust Corp, the current custodian. Plan members direct the investment of their contributions into various investments options offered by the Plan. The Plan offers mutual funds, common trust funds, and a guaranteed insurance contract as investment options for the Plan participants.

As of the statement date, $19,677 in trade transactions were recorded but not yet cleared through the custodian. These include equity purchases all expected to settle within the next few business days. These amounts are included in plan assets until cleared.

NOTE C- INVESTMENTS (Continued)

The total fair market value of individual assets investment that represent 5% or more of the Plan's net assets as of December 31 are as follows:

	2025	2024
Vanguard 500 Index	$ 6,161,625	$ 3,325,079
American Century Ultra R6	3,367,256	3,007,820
American Funds Balanced Fund	2,111,215	1,765,919
American Funds New Perspective	1,444,993	1,230,335
VanGuard Dividend Growth	-	1,903,596

During 2025 and 2024, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) increased(decreased) in net value by $1,483,587 and $1,943,936 respectively.

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution or counterparty to the transaction, the Plan will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party.

NOTE D - INCOME TAX STATUS

The Internal Revenue Service has determined and informed Paychex Corporation by letter dated August 31, 2020, that their plan is designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Company has adopted the Paychex Inc. Plan and believes the plan to be in compliance with all IRS regulations.

NOTE E - PLAN AMENDMENT

There were no amendments to the plan during 2025.

NOTE F - PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

NOTE G - RECONCILIATION OF FINANCIAL STATEMENTS

The following is a December 31, 2025, reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500:

Net assets available for benefits - per financial statement	$ 20,035,429
Net assets available for benefits - per Form 5500 - Schedule H	$ 20,035,429

Note: Form 5500 was prepared by the Plan Administrator. I did not perform audit procedures beyond verifying the above reconciliation to the financial statements.

NOTE H - UNAUDITED INFORMATION PREPARED AND CERTIFIED BY TRUSTEE

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

	2025	2024
Investments, at fair value:		
Investments	$ 19,838,851	$ 18,335,587
Dividends	1,036,065	935,877
Investment gains(losses)	1,722,340	1,681,708

NOTE I - ERISA BOND

The Company has met all requirements for ERISA bonding.

NOTE J - SUBSEQUENT EVENTS

The Plan administrator has evaluated events subsequent to the issuance of these financial statements on September 30, 2026.

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2025

NOTE J - RELATED PARTY AND PARTY IN INTEREST TRANSACTIONS

Name of parties in interest and description of relationship:

Plan Sponsor	UNIVERSAL PHOTONICS, INC.
Multi Employer Participants with common ownership	
Universal Photonics, Inc.	11-2665147
J H Rhodes Company Inc.	11-3459763

Service Providers	Paychex Corporation Mid Atlantic Trust Private Advisory Group
Plan Administrator	Universal Photonics Inc.
Attorney	NA
Limited Trustee	Linda Karlas
Independent Qualified CPA	Doane CPA Firm LLC

Controlling interest Stockholders of all Companies

Neil C Johnson	32.86%
Charles A Ritter	32.86%
Jill R Salditt	32.86%

Participant loans $ 174,180

Significant Related Party Transactions: Description	Amount Paid
The Board of Directors for Universal Photonics, Inc. has elected to pay administrative audit fees for the Plan from company funds, as Plan Sponsors	
Doane CPA Firm LLC	
Audit Fees	$6,000
Fees paid from the Plan	
Paychex, Inc.	
Recordkeeping	$17,133
Private Advisor Group LLC	
Advisory Fees	$38,583

SUPPLEMENTARY INFORMATION

SCHEDULE 1 - ASSETS HELD AT END OF YEAR
DECEMBER 31, 2025 AND 2024

(a)	(b) Identity of Issue	(c) Description of Investment	(d) **	(e) Current Value 2025	(e) Current Value 2024
	Vanguard	Vanguard 500 Index		$ 6,161,625	$ 3,325,079
	American Funds	American Century Ultra R6		3,367,256	3,007,820
	American Funds	American Funds Balanced Fund Class R-6		2,111,215	1,765,919
	American Funds	American Funds New Perspective Fund Class R-6		1,444,993	1,230,335
	Vanguard	Vanguard Intl Growth Fund Admiral Shares		923,712	797,320
	Vanguard	Vanguard Small -Cap Index Fund Admiral Shares		686,846	652,296
	American Funds	American Funds SM Cap		623,115	623,438
	JP Morgan	JP Morgan Chase Mid Cap Value Class L		610,662	732,596
	PIMCO	PIMCO Income		475,158	545,209
	MFS	MFS Value Fund Class R6		372,938	360,931
	Fidelity	Fidelity Freedom Blend 2030		323,271	666,761
	Victory	Victory Sycamore Sm Co Opportunity		313,228	532,031
	Fidelity	Fidelity Freedom Blend 2050		272,908	192,113
	Vanguard	VanGuard Life Strategy		203,767	170,506
	Vanguard	Vanguard Mid -Cap Index Fund Admiral Shares		202,637	159,557
	Fidelity	Fidelity Freedom Blend 2055		199,509	149,886
	Blackrock	Blackrock Inflation Protection Bond Fund		184,444	167,995
	Fidelity	Fidelity Freedom Blend 2060		176,584	103,002
*	Participant Loans	Participant Loans at 6.5 - 9.5%		174,180	173,030
	Metlife	Metlife Stable Value Fund Series 25053		161,995	125,971
	Vanguard	Vanguard LifeStrategy Growth Fund		158,592	129,288
	Fidelity	Fidelity Freedom Blend 2035		141,929	74,177
	Victory	Victory Government Securities		139,611	495,511
	Fidelity	Fidelity Freedom Blend 2025		96,804	59,102
	Fidelity	Fidelity Freedom Blend 2040		93,807	83,351
	Fidelity	Fidelity Freedom Blend 2045		83,885	83,803
	MFS	MFS Research Intl Fnd Class R6		79,217	34,774
	Fidelity	Fidelity Freedom Blend 2065		63,085	46,029
	MFS	MFS Midcap Growth Fund Class R6		58,348	-
	American Funds	American Funds New World Fund		38,539	-
	Federated	Federated Hermes Total Retn Bnd R6		35,626	26,368
	Lord	Lord Abbott Dev Grth Fnd Class R6		12,054	14,537
	Fidelity	Fidelity Freedom Blend 2070		1,814	-
	Vanguard	VanGuard Dividend Growth		-	1,903,596
	Blackrock	Blackrock MidCap Groth Equ Port Class K		-	49,724
	JPMorgan	JP Morgan Emerging Markets Equity Fnd Class R6		-	26,562
	American Funds	American Funds US Govt			-
	Total			$ 19,993,354	$ 18,508,617

** Column (d) has not been presented as this information is not required.
* Exempt party in interest transactions
The accompanying notes are an integral part of the financial statements.

Schedule of >5% Reportable Transactions

Schedule H, Line 4j
EIN 11-2665147

(a) Identity of Party Involved	(b) Description of Asset	© Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred with Trans	(g) Cost of Asset	(h) Current Value on Trans Date	(i) Net gain or loss
Vanguard	Vanguard Dividend Growth Fund Inv Sh	$1,908,606	$ 1,915,380	N/A	$ -	$ 1,908,606	$1,915,380	$ 6,774
Vanguard	Vanguard 500 Index	$2,340,064	$ 398,438	N/A		$ 384,059	$ 398,438	$ 14,379

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

UNIVERSAL PHOTONICS INC

401(K) PROFIT SHARING PLAN & TRUST

FINANCIAL STATEMENTS

AND

SUPPLEMENTARY INFORMATION

FOR THE YEARS ENDED

DECEMBER 31, 2025 AND 2024

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UNIVERSAL PHOTONICS, INC.
401(K) PROFIT SHARING PLAN & TRUST

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DOANE CPA
Certified Public Accountancy

PO Box 547 * WATERTOWN, NY 13601
TEL. (315) 661-6555 * FAX (315) 782-8667
Member: FICPA

INDEPENDENT ACCOUNTANT'S REPORT

To the Participants and Administrative Committee
of Universal Photonics Inc.
401(k) Profit Sharing Plan & Trust
Central Islip, NY

Scope and Nature of the ERISA Section 103(a)(3)C Audit for the 2025 Financial Statements

I have performed an audit the accompanying financial statements of the Universal Photonics Inc. 401(k) Profit Sharing Plan and Trust Benefit Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA) as permitted by ERISA Section 103(a)(3)C. The financial statements comprise the statement of net assets available for benefits as of December 31, 2025, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management, having determined it is permissible in the circumstances, has elected to have the audit of the 2025 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, my audit need not extend to any statements or information related to assets held for investment of the plan 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 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 a certification from a qualified institution as of and for the year ended December 31, 2025, stating that the certified investment information, as described in Note H to the financial statements, is complete and accurate.

Opinion

In my opinion, based on my audits and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial statements section:

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

* The information in the accompanying financial statements 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).

Auditor's Responsibility for the Audit of the 2025 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)C Audit of the Financial Statements section of my report, my objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my 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 judgement made by a reasonable user based on the financial statements.

Auditor's Responsibility for the Audit of the 2025 Financial Statements (continued)

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

* Exercise professional judgment and maintain professional skepticism throughout the audit.
* Identify an assess 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 the effectiveness of Universal Photonics Inc. 401(k) Profit Sharing Plan and Trust Benefit 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 evaluate the overall presentation of the financial statements.
* Conclude whether, in my judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Universal Photonics Inc. 401K Profit Sharing Plan and Trust Benefit Plan's ability to continue as a going concern for a reasonable period of time.

My 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 2025 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 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.

I am 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 I identified during the audit.

2025 Supplemental Schedules Required by ERISA

The supplemental information of Schedule H, line 4i Schedule of Assets (Held at End of Year) as of and for the year ending December 31, 2025, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and related 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 audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting 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, I compared such information to the related certified investment information.

In forming my opinion on the supplemental schedules, I 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.

2025 Supplemental Schedules Required by ERISA (continued)

In my 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 schedules related to assets held by and certified 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.

Auditor's Report on the 2024 Financial Statements

The 2024 financial statements of Universal Photonics Inc. 401K Profit Sharing Plan & Trust Benefit Plan were audited by me. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for reporting and disclosure under ERISA, the plan administrator instructed me not to perform, and I did not perform, any auditing procedures with respect to the information certified by the qualified institution. My report dated September 28, 2025, indicated that the information in the financial statements, other than those derived by the certified investment information, was presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America and that the information in the financial statements 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).

Doane CPA Firm

Doane CPA Firm LLC
Watertown, New York

September 30, 2026

UNIVERSAL PHOTONICS INC.
401(K) PROFIT SHARING PLAN & TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2025 AND 2024

	2025	2024
ASSETS		
INVESTMENTS - Fair market value - Note B		
Mutual Funds	$ 19,656,868	$ 18,209,616
Pending trade transactions - Note C	19,677	-
Common collective trust	162,306	125,971
Total investments	19,838,851	18,335,587
RECEIVABLES		
Notes receivable from participants	174,180	173,030
Receivable from employer contributions	6,609	6,246
Receivable from participant loans	573	2,061
Receivable from employee contributions	15,216	12,725
Total receivables	196,578	194,062
TOTAL ASSETS	$ 20,035,429	$ 18,529,649
LIABILITIES		
Distributions payable	$ -	$ 2,175
NET ASSETS AVAILABLE FOR BENEFITS	$ 20,035,429	$ 18,527,474

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

UNIVERSAL PHOTONICS INC.
401(K) PROFIT SHARING PLAN & TRUST

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2025 AND 2024

	2025	2024
ADDITIONS		
Participant contributions	$ 911,825	$ 882,644
Employer contributions	396,359	362,615
Rollover contributions	24,621	49,201
Loan interest income	13,582	13,481
Dividends and interest	1,036,065	935,877
Net investment gain (loss)	1,722,340	1,681,708
Total additions	4,104,792	3,925,526
DISBURSEMENTS		
Amounts paid to participants and beneficiaries	2,540,436	1,887,554
Administrative and management fees	56,401	52,259
Total disbursements	2,596,837	1,939,813
NET INCREASE(DECREASE) IN NET ASSETS	1,507,955	1,985,713
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Each year, participants may contribute the lower of up to 92% of pretax annual compensation, as defined in the Plan subject to statutory limitations of the Internal Revenue Code ("IRC"). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing rollovers from other qualified defined benefit or contribution plans and Roth Elective Deferrals. Participants direct the investment of their contributions into various investment options offered by the Plan. The Company makes a safe harbor matching contribution of 100% of participants salary deferrals up to 3% and 50% of salary deferrals between 3% and 5%. The Plan may also contribute a non-elective contribution; however, no such contribution was elected for the year ended December 31, 2025. Participants also direct the investment of Company contributions. Contributions are subject to certain Internal Revenue Service ("IRS") limitations.

Participant Accounts

Each participant's account is credited with the participant's contribution and any potential employer's matching contribution plus allocations of (a) the Company's discretionary contribution and (b) Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested accounts.

	2025	2024
Retired or separated participants with current or future benefits	25	25
Number of Participants with account balances as of the end of year	113	119
Number of active participants at the end of the plan year	116	118

Vesting

Participants are immediately vested in their contributions and earnings thereon. Company matching contributions are vested at 100% upon contribution. Employer Profit Sharing contributions are 20% vested at year two and gradually increase to 100% at year six.

Loan to Participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Loan transactions are treated as a transfer to (from) the investment fund from (to) the Participant loan funds. Loan terms can range from 12-54 months up to 120 months for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates. Interest rates are equal to the prime rate at the time of the loan, plus 1%. Principal and interest is paid ratably through payroll deductions. Interest income is not due until the payment is received and is recorded at that time.

NOTE A - GENERAL DESCRIPTION OF THE PLAN (continued)

Payment of Benefits

On termination of service for any reason, participants will receive benefits equal to the value of the vested interest in his or her account. Participants with a vested balance less than $1,000 will receive a mandatory lump-sum distribution. For terminated participants with a vested account balance greater than $1,000, but less than $5,000, the Plan Administrator will make a direct rollover of the participant's account to an individual retirement account designed by the Plan Administrator. Participants with a vested account balance greater than $5,000 may elect to receive their benefits in either a lump-sum or in installment payments, or defer payment of benefits until a later date.

Withdrawals from a participant's salary deferral account may also be made in the event of a financial hardship, in accordance with the provisions specified in the Plan.

Participants who are at least 59 1/2 years of age may withdraw all or a portion of their vested account balance prior to termination.

Forfeitures

Plan Forfeitures are used to reduce plan expenses, to reduce employer contributions (other than elective deferrals) or as an employer profit sharing contribution in a ratio of participant compensation to total compensation for the plan year. The December 31, 2025 balance in forfeitures is $410.

NOTE B - SIGNIFICANT ACCOUNTING POLICIES

Investment Valuation and Income Recognition (SFAS 157)

The Company has adopted SFAS No. 157, "Fair Value Measurements".
SFAS No. 157 applies to all financial instruments that are measured and reported on a fair value basis.

As defined in SFAS No. 157, fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. In determine fair value, the Company utilizes certain assumptions that market participants would be used in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated or generally unobservable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Company is required to prove the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

Level 1 - Quoted market prices in active markets for identical assets or liabilities

Level 2 - Observable market based inputs or unobservable inputs that are corroborated by market data

Level 3 - Includes significant inputs to the valuation methodology that are unobservable and may include assumptions about market participant assumptions.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

NOTE B - SIGNIFICANT ACCOUNTING POLICIES (Continued)

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy:

MUTUAL FUNDS

Mutual funds are classified in Level 1 of the hierarchy as fair value is based on quoted prices in active markets for identical securities.

INTEREST BEARING CASH (Money Market Fund)

Interest bearing cash is classified in Level 1. Funds are invested in Federated US Treasury cash reserves Institutional Shares.

The following table presents the financial instruments carried at fair value as of December 31, 2025, by the TOPIC ASC 820 valuation hierarchy, as described above.

	Level 1	Level 2
Mutual Funds	19,656,868	-
Common Collective Trust	-	162,306
Total assets measured at fair value	$ 19,656,868	$ 162,306

	Mutual Funds	* Common Collective Trust	Market Total
Balance, beginning of year	$ 18,209,616	$ 125,971	$ 18,335,587
Contributions	1,263,904	46,503	1,310,407
Transfers in/(out) - net	7,135	(9,986)	(2,851)
Investment income	1,049,633	14	1,049,647
Administrative fees	(17,381)	(437)	(17,818)
Loan repay/Dist-net	-	885	885
Investment advisory fees	(38,583)	-	(38,583)
Gains(losses)	1,718,054	4,286	1,722,340
Benefit payments	(2,535,510)	(4,930)	(2,540,440)
Balance, end of year	$ 19,656,868	$ 162,306	$ 19,819,174

* Reliance Trust Stable Value Fund 25053

NOTE B - SIGNIFICANT ACCOUNTING POLICIES (Continued)

Interest Income

Interest income is recorded as earned.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Various administrative costs, principally accounting and administrative fees, are paid directly by the Company. Other administrative expenses and investment advisory fees are paid by the Plan.

Participant Loans

Participant loans are recorded on the accrual basis, inclusive of accrued interest.
Interest income from participant loans is recorded when paid.
No provision for uncollectible loans is recorded, as management records defaulted amounts as deemed uncollectible. Participant loans are as follows:

Balance at December 31, 2024	$	173,030
New loans		130,851
Principal payments		(123,119)
Deemed distribution		(6,582)
Balance at December 31, 2025	$	174,180

Risks and Uncertainties

The Plan provides for various investment options in any combination of a variety of mutual funds. Investments in mutual funds are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with certain mutual funds and the level of uncertainty related to changes in the value of mutual funds, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits and the statements of changes in net assets available for benefits.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE C - INVESTMENTS

Plan assets are currently held in participant separate accounts through MidAtlantic Trust Corp, the current custodian. Plan members direct the investment of their contributions into various investments options offered by the Plan. The Plan offers mutual funds, common trust funds, and a guaranteed insurance contract as investment options for the Plan participants.

As of the statement date, $19,677 in trade transactions were recorded but not yet cleared through the custodian. These include equity purchases all expected to settle within the next few business days. These amounts are included in plan assets until cleared.

NOTE C- INVESTMENTS (Continued)

The total fair market value of individual assets investment that represent 5% or more of the Plan's net assets as of December 31 are as follows:

	2025	2024
Vanguard 500 Index	$ 6,161,625	$ 3,325,079
American Century Ultra R6	3,367,256	3,007,820
American Funds Balanced Fund	2,111,215	1,765,919
American Funds New Perspective	1,444,993	1,230,335
VanGuard Dividend Growth	-	1,903,596

During 2025 and 2024, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) increased(decreased) in net value by $1,483,587 and $1,943,936 respectively.

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution or counterparty to the transaction, the Plan will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party.

NOTE D - INCOME TAX STATUS

The Internal Revenue Service has determined and informed Paychex Corporation by letter dated August 31, 2020, that their plan is designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Company has adopted the Paychex Inc. Plan and believes the plan to be in compliance with all IRS regulations.

NOTE E - PLAN AMENDMENT

There were no amendments to the plan during 2025.

NOTE F - PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

NOTE G - RECONCILIATION OF FINANCIAL STATEMENTS

The following is a December 31, 2025, reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500:

Net assets available for benefits - per financial statement	$ 20,035,429
Net assets available for benefits - per Form 5500 - Schedule H	$ 20,035,429

Note: Form 5500 was prepared by the Plan Administrator. I did not perform audit procedures beyond verifying the above reconciliation to the financial statements.

NOTE H - UNAUDITED INFORMATION PREPARED AND CERTIFIED BY TRUSTEE

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

	2025	2024
Investments, at fair value:		
Investments	$ 19,838,851	$ 18,335,587
Dividends	1,036,065	935,877
Investment gains(losses)	1,722,340	1,681,708

NOTE I - ERISA BOND

The Company has met all requirements for ERISA bonding.

NOTE J - SUBSEQUENT EVENTS

The Plan administrator has evaluated events subsequent to the issuance of these financial statements on September 30, 2026.

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2025

NOTE J - RELATED PARTY AND PARTY IN INTEREST TRANSACTIONS

Name of parties in interest and description of relationship:

Plan Sponsor	UNIVERSAL PHOTONICS, INC.
Multi Employer Participants with common ownership	
Universal Photonics, Inc.	11-2665147
J H Rhodes Company Inc.	11-3459763

Service Providers	Paychex Corporation Mid Atlantic Trust Private Advisory Group
Plan Administrator	Universal Photonics Inc.
Attorney	NA
Limited Trustee	Linda Karlas
Independent Qualified CPA	Doane CPA Firm LLC

Controlling interest Stockholders of all Companies

Neil C Johnson	32.86%
Charles A Ritter	32.86%
Jill R Salditt	32.86%

Participant loans $ 174,180

Significant Related Party Transactions: Description	Amount Paid
The Board of Directors for Universal Photonics, Inc. has elected to pay administrative audit fees for the Plan from company funds, as Plan Sponsors	
Doane CPA Firm LLC	
Audit Fees	$6,000
Fees paid from the Plan	
Paychex, Inc.	
Recordkeeping	$17,133
Private Advisor Group LLC	
Advisory Fees	$38,583

SUPPLEMENTARY INFORMATION

SCHEDULE 1 - ASSETS HELD AT END OF YEAR
DECEMBER 31, 2025 AND 2024

(a)	(b) Identity of Issue	(c) Description of Investment	(d) **	(e) Current Value 2025	(e) Current Value 2024
	Vanguard	Vanguard 500 Index		$ 6,161,625	$ 3,325,079
	American Funds	American Century Ultra R6		3,367,256	3,007,820
	American Funds	American Funds Balanced Fund Class R-6		2,111,215	1,765,919
	American Funds	American Funds New Perspective Fund Class R-6		1,444,993	1,230,335
	Vanguard	Vanguard Intl Growth Fund Admiral Shares		923,712	797,320
	Vanguard	Vanguard Small -Cap Index Fund Admiral Shares		686,846	652,296
	American Funds	American Funds SM Cap		623,115	623,438
	JP Morgan	JP Morgan Chase Mid Cap Value Class L		610,662	732,596
	PIMCO	PIMCO Income		475,158	545,209
	MFS	MFS Value Fund Class R6		372,938	360,931
	Fidelity	Fidelity Freedom Blend 2030		323,271	666,761
	Victory	Victory Sycamore Sm Co Opportunity		313,228	532,031
	Fidelity	Fidelity Freedom Blend 2050		272,908	192,113
	Vanguard	VanGuard Life Strategy		203,767	170,506
	Vanguard	Vanguard Mid -Cap Index Fund Admiral Shares		202,637	159,557
	Fidelity	Fidelity Freedom Blend 2055		199,509	149,886
	Blackrock	Blackrock Inflation Protection Bond Fund		184,444	167,995
	Fidelity	Fidelity Freedom Blend 2060		176,584	103,002
*	Participant Loans	Participant Loans at 6.5 - 9.5%		174,180	173,030
	Metlife	Metlife Stable Value Fund Series 25053		161,995	125,971
	Vanguard	Vanguard LifeStrategy Growth Fund		158,592	129,288
	Fidelity	Fidelity Freedom Blend 2035		141,929	74,177
	Victory	Victory Government Securities		139,611	495,511
	Fidelity	Fidelity Freedom Blend 2025		96,804	59,102
	Fidelity	Fidelity Freedom Blend 2040		93,807	83,351
	Fidelity	Fidelity Freedom Blend 2045		83,885	83,803
	MFS	MFS Research Intl Fnd Class R6		79,217	34,774
	Fidelity	Fidelity Freedom Blend 2065		63,085	46,029
	MFS	MFS Midcap Growth Fund Class R6		58,348	-
	American Funds	American Funds New World Fund		38,539	-
	Federated	Federated Hermes Total Retn Bnd R6		35,626	26,368
	Lord	Lord Abbott Dev Grth Fnd Class R6		12,054	14,537
	Fidelity	Fidelity Freedom Blend 2070		1,814	-
	Vanguard	VanGuard Dividend Growth		-	1,903,596
	Blackrock	Blackrock MidCap Groth Equ Port Class K		-	49,724
	JPMorgan	JP Morgan Emerging Markets Equity Fnd Class R6		-	26,562
	American Funds	American Funds US Govt			-
	Total			$ 19,993,354	$ 18,508,617

** Column (d) has not been presented as this information is not required.
* Exempt party in interest transactions
The accompanying notes are an integral part of the financial statements.

Schedule of >5% Reportable Transactions

Schedule H, Line 4j
EIN 11-2665147

(a) Identity of Party Involved	(b) Description of Asset	© Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred with Trans	(g) Cost of Asset	(h) Current Value on Trans Date	(i) Net gain or loss
Vanguard	Vanguard Dividend Growth Fund Inv Sh	$1,908,606	$ 1,915,380	N/A	$ -	$ 1,908,606	$1,915,380	$ 6,774
Vanguard	Vanguard 500 Index	$2,340,064	$ 398,438	N/A		$ 384,059	$ 398,438	$ 14,379

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

Schedule of >5% Reportable Transactions

Schedule H, Line 4j
EIN 11-2665147

(a) Identity of Party Involved	(b) Description of Asset	© Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred with Trans	(g) Cost of Asset	(h) Current Value on Trans Date	(i) Net gain or loss
Vanguard	Vanguard Dividend Growth Fund Inv Sh	$1,908,606	$ 1,915,380	N/A	$ -	$ 1,908,606	$1,915,380	$ 6,774
Vanguard	Vanguard 500 Index	$2,340,064	$ 398,438	N/A		$ 384,059	$ 398,438	$ 14,379

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