INTERNATIONAL UNION OF OPERATING ENGINEERS LOCAL 77 ANNUITY FUND

BOARD OF TRUSTEES MEETING

MAY 13, 2025

International Union of Operating Engineers
Local No. 77
Annuity Fund

911 Ridgebrook Road
Sparks, MD 21152
Telephone: (410) 683-6500
Toll Free: (877) 850-0977
www.associated-admin.com

8400 Corporate Drive
Suite 430
Landover, MD 20785-2361
Telephone: (301) 459-3020
Toll Free: (877) 850-0977
www.associated-admin.com

ANNUITY

AGENDA

May 13, 2025

I. CALL TO ORDER

II. MINUTES

- Regular Meeting – February 11, 2025

III. FINANCIAL REPORT

- PNC Bank – 03/31/2025
- Transfers to Empower

IV. EMPOWER’S REPORT

V. FUND ATTORNEY’S REPORT

- Plan Amendment (Catch-Up Contributions)
- Recent Class Action Litigation

VI. OTHER FUND BUSINESS

- Calibre Engagement Letter Y/E 12/31/2024

VII. NEXT MEETING DATE AND LOCATION

- August 12, 2025

VIII. ADJOURNMENT

MINUTES

International Union of Operating Engineers
Local No. 77
Annuity Fund

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MINUTES OF THE MEETING OF THE
BOARD OF TRUSTEES OF THE
INTERNATIONAL UNION OF OPERATING ENGINEERS LOCAL 77
INDIVIDUAL ACCOUNT (ANNUITY) FUND
TUESDAY, FEBURARY 11, 2025
(VIA ZOOM)

The following Trustees were present:

UNION TRUSTEES	**EMPLOYER TRUSTEES**
J. VanDyke	J. Knowles
S. Faulkner	B. Mazzella
R. Dennison	B. Horne
T. Lofty	

ALSO PRESENT:

C. Fuller – McChesney & Dale, P.C.
D. Jensen – Associated Administrators, LLC
J. Mink – Investment Performance Services
K. Phillips – Associated Administrators, LLC
E. Sarrazin – Empower Retirement

I. CALL TO ORDER

The Chairman called the meeting to order.

II. MINUTES

The Trustees reviewed the minutes of the last regular meeting held on December 3, 2024 and,

On a motion made and seconded, the Trustees voted unanimous approval of the following resolution:

> **RESOLVED that the minutes of the last regular meeting held on December 3, 2024 are approved as presented.**

III. FINANCIAL REPORT

Investment Performance Services

The Trustees welcomed Ms. Jennifer Mink of Investment Performance Services (IPS) to the meeting. Ms. Mink reviewed the global market returns during the quarter ending December 31, 2024. Ms. Mink reviewed the investment performance executive summary for the quarter ending December 31, 2024. She noted that the total Fund assets on December 31, 2024 were $50,870,345 compared to $45,441,929 as of January 1, 2024. Ms. Mink reviewed the Fund's annualized returns for the quarter ending December 31, 2024.

Empower Retirement

The Trustees welcomed Eric Sarrazin of Empower Retirement to the meeting. Mr. Sarrazin reviewed his firm's report for the quarter ending December 31, 2024.

Mr. Sarrazin reviewed the Executive Summary of the Empower report. He stated that as of December 31, 2024 the Fund had 3,118 Plan participants invested for a total of $50,869,958. Mr. Sarrazin reviewed the Plan balances by investment, noting that total contributions were $3,994,322 and disbursements were $3,417,754, resulting in a net activity of $576,568.

The Trustees thanked Mr. Sarrazin for his report.

IV. FUND ATTORNEY'S REPORT

Mr. Fuller discussed the catch-up contributions from the memo dated August 15, 2024. The maximum catch-up limit increases to the greater of $11,250 or 150% of the age 50 catch-up limit beginning in the 2025 for employees age 60-63, and then reverts back to the standard catch-up amount at age 64. This increased annual catch-up contribution is only available if the plan is amended to add this feature. Mr. Fuller stated that there is a public hearing in April 2025 about the proposed rules from the IRS. No amendment to the plan will be created until the results of the hearing are known.

V. OTHER FUND BUSINESS

The was no Other Fund Business to report.

VI. NEXT MEETING DATE AND LOCATION

After discussion, the Trustees decided that the next meeting date will be May 13, 2025, beginning at 9:00 a.m., at the Landover Office of Associated Administrators, LLC.

VII. ADJOURNMENT

There being no further business to come before the Trustees, the meeting was adjourned.

Respectfully submitted,

Joshua VanDyke – Co-Chairman

FINANCIAL REPORT

IUOE LOCAL #77 ANNUITY FUND
SUMMARY OF ACTIVITY

Balance 1/1/2025	**$**	**451,134**
Receipts	**$**	**890,051**
Disbursements	**$**	**(992,242)**
Earnings	**$**	**2,716**
Balance 3/31/2025	**$**	**351,660**

Fund Invested in Federated Gov't Obligation Select MM
GRTXX - YTD 3/31/25 **4.28%**

PNC BANK

OPERATING ENGINEERS - Annuity Data to Mass Mutual						
DATE OF TRANSFER	TRANSACTION DATE	TOTAL FROM MASS MUT ANNUITY DATA	TOTAL FROM MASS MUT 401K DATA	COMBINED TOTAL WIRE TRANSF	ANNUITY RUNNING TOTAL	ANNUITY PROOF TOTAL
2/1/2023	1/31/2023	212,673.08	103,300.15	315,973.23	47,700,667.91	47,700,305.33
2/16/2023	2/15/2023	102,080.82	24,687.43	126,768.25	47,827,436.16	47,827,073.58
3/1/2023	2/28/2023	99,153.47	63,520.45	162,673.92	47,990,110.08	47,989,747.50
3/16/2023	3/15/2023	149,837.44	63,824.32	213,661.76	48,203,771.84	48,203,409.26
4/3/2023	3/31/2023	100,713.07	22,060.85	122,773.92	48,326,545.76	48,326,183.18
4/17/2023	4/15/2023	67,542.84	53,522.52	121,065.36	48,447,611.12	48,447,248.54
5/1/2023	4/30/2023	103,638.76	39,816.23	143,454.99	48,591,066.11	48,590,703.53
5/16/2023	5/15/2023	88,092.36	45,796.33	133,888.69	48,724,954.80	48,724,592.22
6/1/2023	5/31/2023	129,557.22	47,188.69	176,745.91	48,901,700.71	48,901,338.13
6/16/2023	6/15/2023	67,146.85	35,191.41	102,338.26	49,004,038.97	49,003,676.30
7/3/2023	6/30/2023	140,831.41	47,482.69	188,314.10	49,192,353.07	49,191,990.49
7/18/2023	7/15/2023	70,235.03	57,237.23	127,472.26	49,319,825.33	49,319,462.75
8/1/2023	7/31/2023	113,008.26	33,136.12	146,144.38	49,465,969.71	49,465,606.63
8/16/2023	8/15/2023	67,754.36	49,943.46	117,697.82	49,583,667.53	49,583,274.08
9/1/2023	8/31/2023	106,301.66	42,152.01	148,453.67	49,732,121.20	49,731,727.81
9/18/2023	9/15/2023	94,495.37	71,412.61	165,907.98	49,898,029.18	49,897,635.79
10/3/2023	9/30/2023	97,046.23	29,014.81	126,061.04	50,024,090.22	50,023,696.83
10/16/2023	10/15/2023	61,294.46	10,128.23	71,422.69	50,095,512.91	50,095,119.52
11/1/2023	10/31/2023	119,516.42	63,759.03	183,275.45	50,278,788.36	50,278,343.23
11/16/2023	11/15/2023	144,476.12	25,224.54	169,700.66	50,448,489.02	50,448,043.89
12/4/2023	11/30/2023	113,746.57	73,578.79	187,325.36	50,635,814.38	50,635,369.25
12/18/2023	12/15/2023	91,235.81	39,667.28	130,903.09	50,766,717.47	50,766,272.34
1/2/2024	12/31/2023	96,950.86	33,842.74	130,793.60	50,897,511.07	50,897,065.94
1/16/2024	1/15/2024	69,731.86	50,937.80	120,669.66	51,018,180.73	51,017,735.60
2/1/2024	1/31/2024	175,520.68	57,790.25	233,310.93	51,251,491.66	51,251,046.53
2/16/2024	2/15/2024	73,617.16	55,389.45	129,006.61	51,380,498.27	51,380,053.14
3/1/2024	2/29/2024	82,070.78	32,143.81	114,214.59	51,494,712.86	51,494,267.73
3/18/2024	3/15/2024	109,650.94	33,870.87	143,521.81	51,638,234.67	51,637,789.54
4/2/2024	3/31/2024	136,932.26	45,384.32	182,316.58	51,820,551.25	51,820,106.12
4/16/2024	4/15/2024	145,872.27	75,421.62	221,293.89	52,041,845.14	52,041,400.01
5/1/2024	4/30/2024	144,604.12	33,861.12	178,465.24	52,220,310.38	52,219,865.25
5/16/2024	5/15/2024	27,196.18	59,909.22	87,105.40	52,307,415.78	52,306,970.65
6/3/2024	5/31/2024	50,456.68	123,077.21	173,533.89	52,480,949.67	52,480,504.54
6/17/2024	6/15/2024	56,914.61	22,820.69	79,738.30	52,560,684.97	52,560,189.58
7/1/2024	6/30/2024	122,863.12	81,025.84	203,888.96	52,764,573.93	52,764,078.54
7/16/2024	7/15/2024	149,799.92	66,321.73	216,121.65	52,980,695.58	52,980,200.19
8/1/2024	7/31/2024	143,808.82	35,275.20	179,084.02	53,159,779.60	53,159,250.21
8/16/2024	8/15/2024	171,328.26	82,955.94	254,284.20	53,414,063.80	53,413,534.41
9/3/2024	8/31/2024	106,141.28	22,354.82	128,496.10	53,542,559.90	53,542,030.51
9/16/2024	9/15/2024	105,518.22	20,730.15	126,248.37	53,668,808.27	53,668,278.88
10/1/2024	9/30/2024	193,482.46	92,378.19	285,860.65	53,954,668.92	53,954,139.53
10/16/2024	10/15/2024	94,948.44	39,422.09	134,370.53	54,089,039.45	54,088,510.06
11/1/2024	10/31/2024	42,602.33	132,583.82	175,186.15	54,264,225.60	54,263,696.21
11/18/2024	11/15/2024	138,593.44	80,526.82	219,120.26	54,483,345.86	54,482,816.47
12/2/2024	11/30/2024	133,731.86	21,004.66	154,736.52	54,638,082.38	54,637,541.98
12/16/2024	12/15/2024	66,264.22	38,000.88	104,265.10	54,742,347.48	54,741,807.08
1/2/2025	12/31/2024	58,046.46	205,615.10	263,661.56	55,006,009.04	55,005,468.64
1/16/2025	1/15/2025	39,731.52	88,434.83	128,166.35	55,134,175.39	55,133,634.99
2/3/2025	1/31/2025	158,810.93	65,906.37	224,717.30	55,358,892.69	55,358,352.29
2/18/2025	2/15/2025	44,512.31	18,821.79	63,334.10	55,422,226.79	55,421,686.39
3/3/2025	2/28/2025	76,101.87	148,498.43	224,600.30	55,646,827.09	55,646,286.69
3/17/2025	3/15/2025	33,748.98	53,617.06	87,366.04	55,734,193.13	55,733,652.73

PLAN PERFORMANCE INSIGHTS

As of 3/31/2025

780365-01

International Union of Operating Engineers Local 77 Annuity Fund

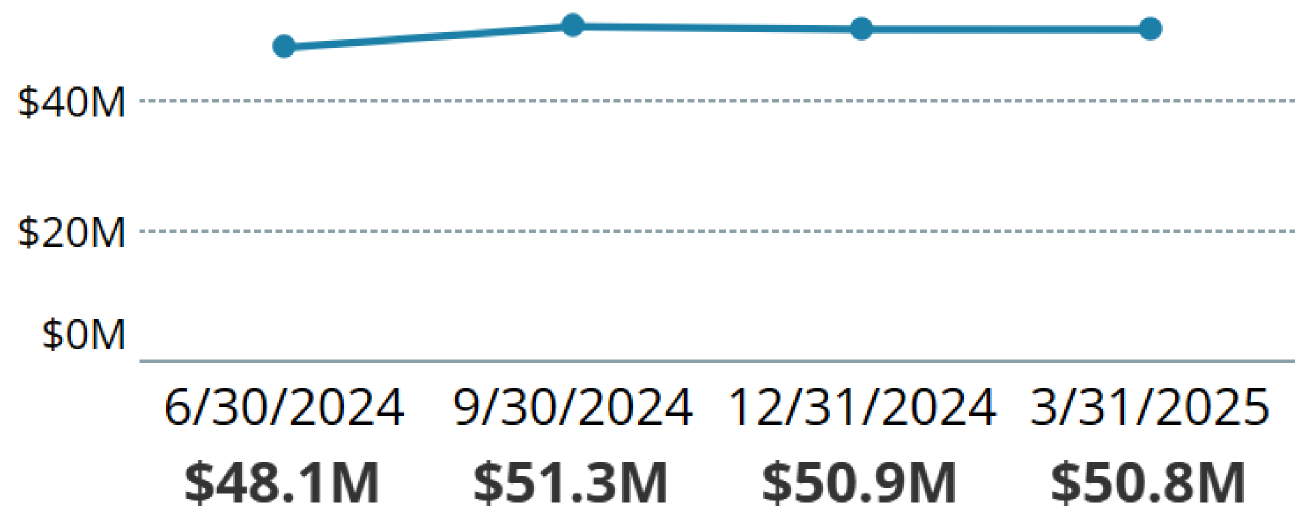
Executive summary

As of 3/31/2025

Participant assets

$50,847,764

Trending



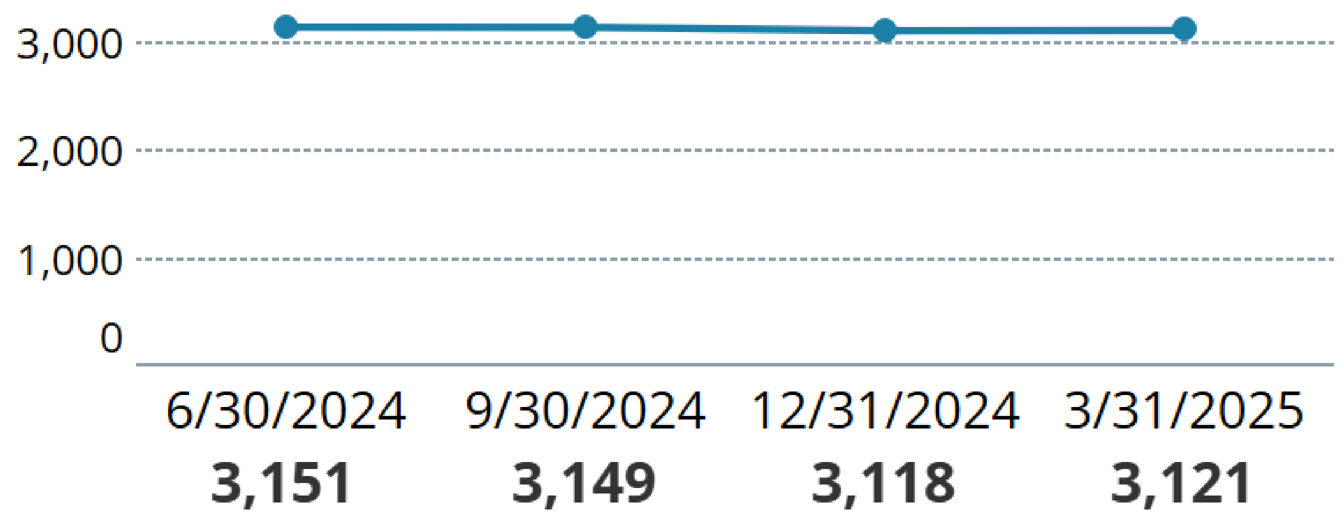
Plan-level assets **$140,253**

Total assets **$50,988,017**

Participants with a balance

3,121

Trending



Active participants with a balance **2,930**

Separated from service participants with a balance **191**

Overview

The assets and participant counts presented are effective as of period end. The assets do not reflect any adjustments, dividends, corrections, or similar that are processed after period end.

Executive summary

As of 3/31/2025

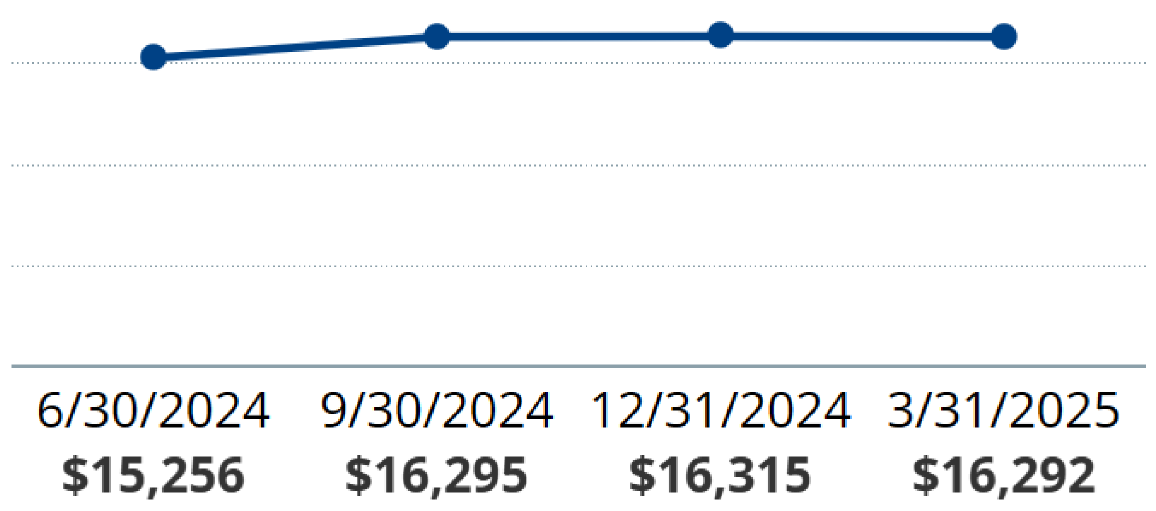
Average balance

$16,292

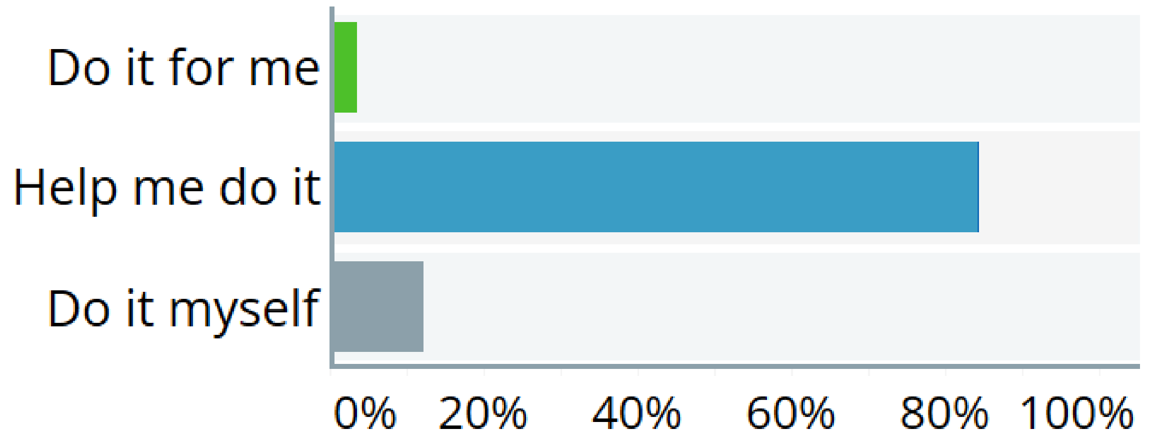
Benchmark	Top 10%
$98,673	$240,812

$16,292 is the average account balance for all participants that have a balance as of month end. This is below the benchmark by **$82,381** and is below the top 10% of peers by **$224,520**.

Trending



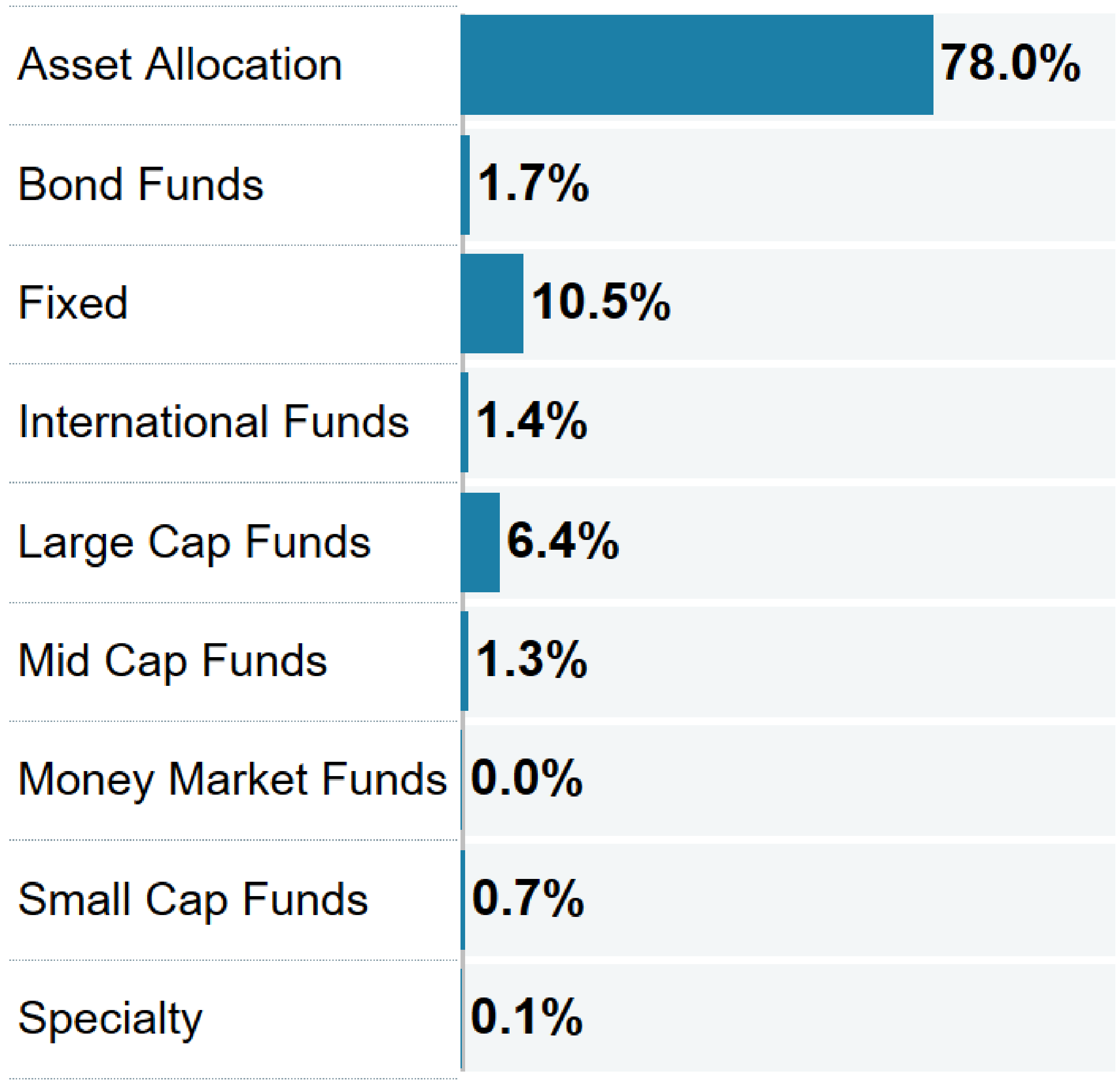
Investment strategy utilization



Target-date strategy is the investment strategy utilized by the most participants with **84.2%** of participants classified as using this strategy.

Investment strategy	% of Participants
My Total Retirement	3.6%
Online Advice	0.0%
Target-date strategy	84.2%
Do-it-yourself strategy	12.2%

Allocations by asset class



Asset Allocation holds the largest share of participant assets. **$39,653,376** is invested in **Asset Allocation** which represents **78.0%** of participant assets.

Cash flow

As of 3/31/2025

Year-to-date participant activity summary[1]

Total contributions	Disbursements	Net Activity
$991,846	-$858,617	$133,228

Impact on balances

	4/1/2024 - 6/30/2024	7/1/2024 - 9/30/2024	10/1/2024 - 12/31/2024	1/1/2025 - 3/31/2025
Beginning balance	$47,383,579	$48,070,653	$51,313,922	$50,869,958
Contributions	$941,142	$1,108,123	$1,073,539	$991,846
Disbursements	-$907,561	-$558,475	-$867,905	-$858,617
Fees[2]	-$101,939	-$86,748	-$76,075	-$88,187
Loans issued	$0	$0	$0	$0
Loan payments	$0	$0	$0	$0
Other[3]	$0	$0	$0	$0
Change in value	$755,432	$2,780,369	-$573,523	-$67,235
Ending Balance	**$48,070,653**	**$51,313,922**	**$50,869,958**	**$50,847,764**

Overview

Cash flow illustrates the inflows and outflows of dollars from participant accounts along with the impact that those flows have on participant balances. All actively employed and separated from service participants are included.

[1]The year-to-date period begins when the plan is loaded onto the recordkeeping system. Therefore, the year-to-date period may not include all months for plans that were recently added.

[2]Fees may include but are not limited to: transactional and plan administrative fees.

[3]Other includes 'Transfer In', 'Transfer Out', 'Adjustments'

Contribution activity

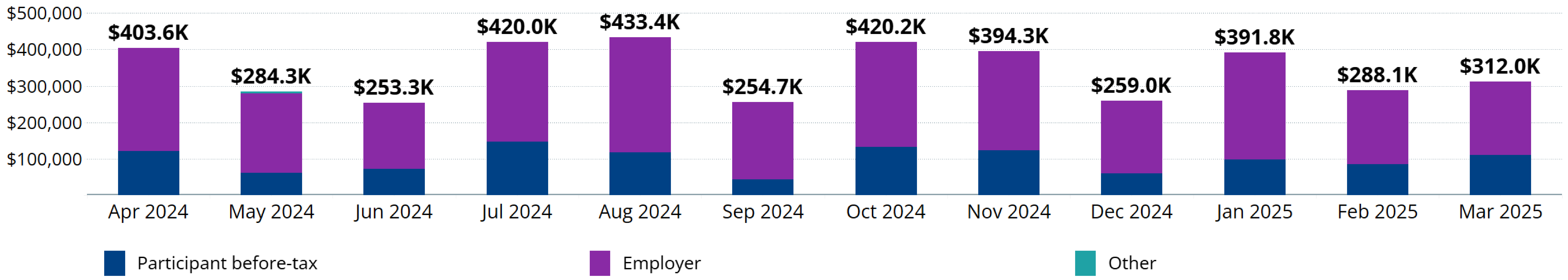
As of 3/31/2025

The contribution activity details show the total of all contributions into participant accounts, excluding loan payments. Participant payroll contributions are categorized by their money type. Any employer contributions and any non-payroll contributions are separated into their own categories. Non-payroll contributions are reflected in the *Other* category and include rollovers, transfers, and other miscellaneous contributions.

Total contributions at-a-glance[1]

	Participant before-tax	Employer	Other	Total
Year to date	**$292,357**	**$699,489**	**$0**	**$991,846**
Rolling 12 months	**$1,170,096**	**$2,939,815**	**$4,739**	**$4,114,650**

Total contribution amounts by month



[1]The year-to-date and rolling 12 month periods begin when the plan is loaded onto the recordkeeping system. Therefore, the periods may be less than indicated for plans that were recently added.

Distribution activity

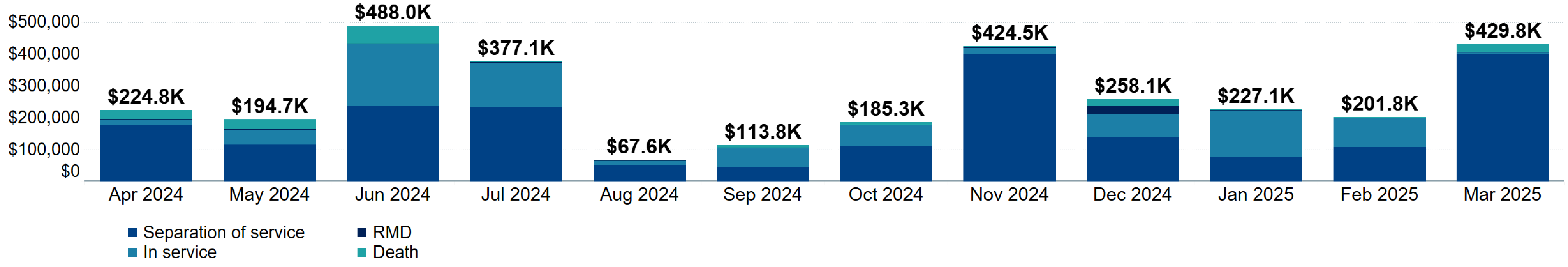
As of 3/31/2025

The distribution activity details below show the activity for all actively employed and separated from service participants

Distribution activity at-a-glance[1]

		Separation of service	RMD	In service	Death	Total
Year to date	Amount	**$581.9K**	**$102**	**$248.3K**	**$28.3K**	**$858.6K**
	Transactions	39	3	14	5	61
Rolling 12 months	Amount	**$2.1M**	**$23.5K**	**$881.9K**	**$192.0K**	**$3.2M**
	Transactions	184	42	55	32	313

Total distribution amounts by month



[1]The year-to-date and rolling 12 month periods begin when the plan is loaded onto the recordkeeping system. Therefore, the periods may be less than indicated for plans that were recently added.

Participant balances

As of 3/31/2025

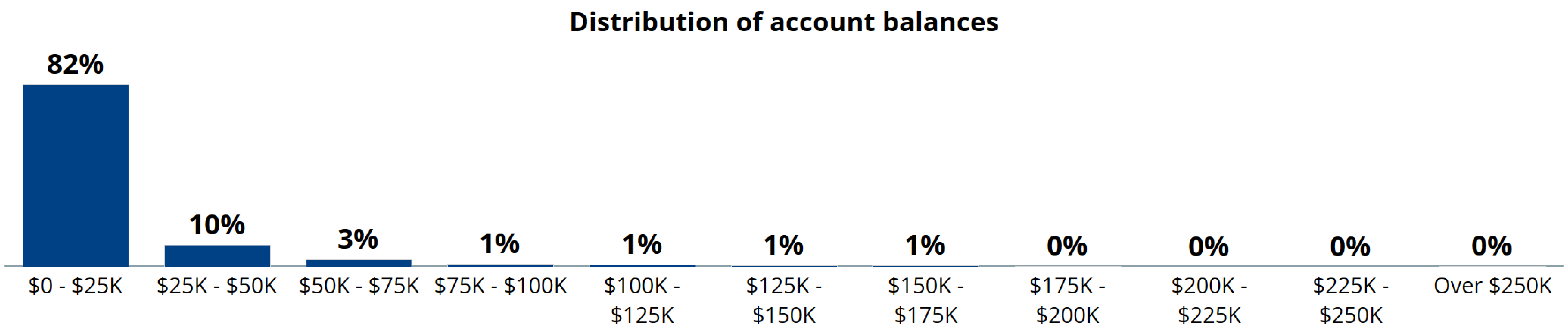
Account balances comparison

Average	Benchmark
$16,292	$98,673
Median	**Top 10%**
$4,030	$240,812

The average and median account balance for your plan is based on **3,121** participants

Account balances by employment status

Active	Average balance	**$16,556**
	Median balance	**$3,956**
	# of participants	**2,930**
Separated from service	Average balance	**$12,243**
	Median balance	**$6,237**
	# of participants	**191**



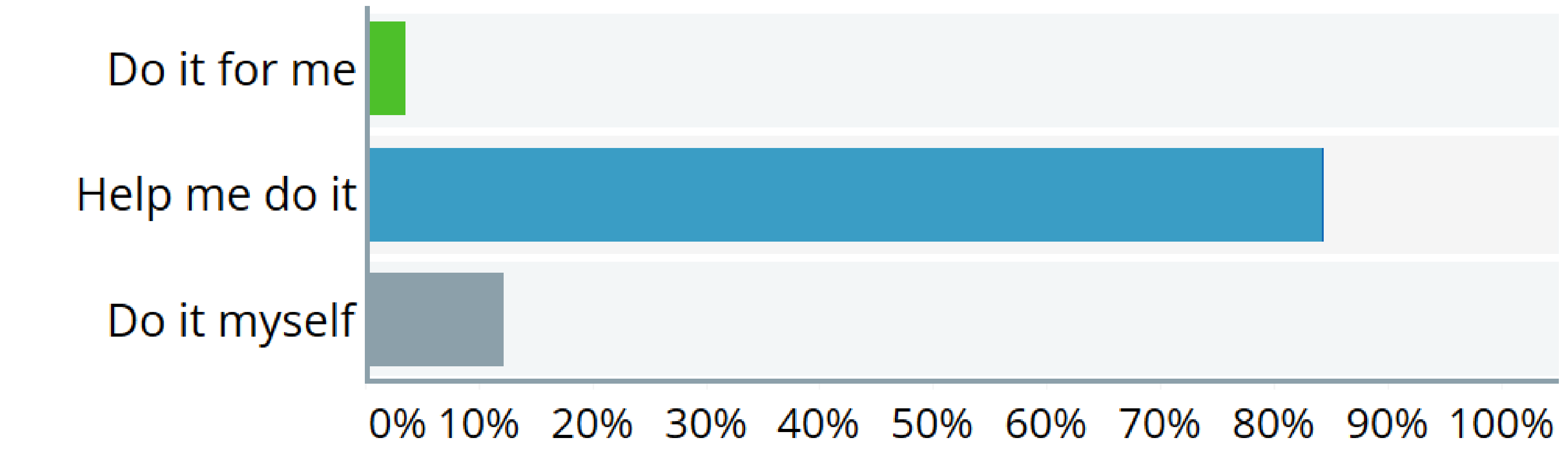
Overview

The account balance insights presented are based on all participants that have a balance greater than $0. When applicable, any outstanding loan amounts are not included as part of a participant's account balance.

Investment strategy utilization

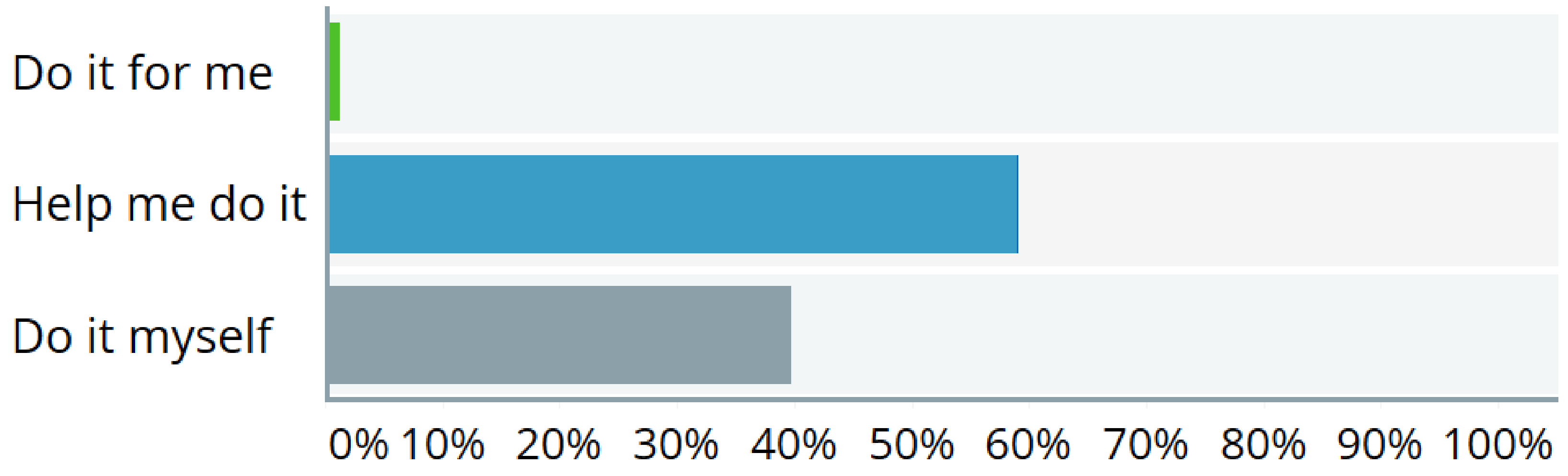
As of 3/31/2025

Participants by strategy



Investment strategy	% of participants	# of participants
My Total Retirement	3.6%	111
Online Advice	0.0%	1
Target-date strategy	84.2%	2,629
Do-it-yourself strategy	12.2%	380

Participant assets by strategy



Investment strategy	% of assets	Assets	Average balance
My Total Retirement	1.3%	$660,693	$5,952
Online Advice	0.0%	$12,969	$12,969
Target-date strategy	59.0%	$29,991,352	$11,408
Do-it-yourself strategy	39.7%	$20,182,750	$53,113

Target-date strategy is the investment strategy utilized by the most participants with **84.2%** of participants using this strategy.

However, this strategy holds a smaller share of assets with only **59.0%** of assets.

Overview

The investment strategy utilization is based on all participants that have a balance greater than $0. Each participant is assigned a single investment strategy to provide insights on how investment options, features, and services are being utilized.

When a participant is assigned a strategy, 100% of their balance is grouped within that strategy even if they have a diverse investment mix. Additionally, each participants' strategy is reevaluated and assigned every month so a participant may move in and out of the different strategies from month to month.

For the full list of investment strategies and their definitions, please refer to the glossary.

Asset allocation by fund

The balances reflected are based on all actively employed and separated from service plan participants. The participant balances do not include any outstanding loan amounts.

		As of 3/31/2024			As of 3/31/2025		
Asset class	**Investment option**	**Total balance**	**% of total**	**Participants**	**Total balance**	**% of total**	**Participants**
Asset Allocation	Vanguard Target Retirement 2020 Inv	$1,933,812	4.08%	88	$1,683,033	3.31%	81
	Vanguard Target Retirement 2025 Inv	$6,980,535	14.73%	1,373	$7,083,579	13.93%	1,243
	Vanguard Target Retirement 2030 Inv	$5,613,638	11.85%	235	$6,195,907	12.19%	219
	Vanguard Target Retirement 2035 Inv	$5,090,282	10.74%	298	$5,427,505	10.67%	300
	Vanguard Target Retirement 2040 Inv	$5,039,933	10.64%	250	$5,480,935	10.78%	246
	Vanguard Target Retirement 2045 Inv	$4,430,933	9.35%	264	$4,937,344	9.71%	271
	Vanguard Target Retirement 2050 Inv	$3,536,732	7.46%	231	$4,059,702	7.98%	248
	Vanguard Target Retirement 2055 Inv	$2,300,185	4.85%	242	$2,670,898	5.25%	262
	Vanguard Target Retirement 2060 Inv	$1,119,393	2.36%	152	$1,283,622	2.52%	172
	Vanguard Target Retirement 2065 Inv	$208,845	0.44%	62	$304,641	0.60%	82
	Vanguard Target Retirement 2070 Inv	$12,103	0.03%	5	$25,385	0.05%	17
	Vanguard Target Retirement Income Inv	$403,007	0.85%	243	$500,825	0.98%	370
Bond Funds	Vanguard High-Yield Corporate Adm	$67,382	0.14%	84	$80,123	0.16%	80
	Vanguard Total Bond Market Index Adm	$703,272	1.48%	165	$759,444	1.49%	159
Fixed	SAGIC Diversified Bond I	$5,437,223	11.47%	452	$5,332,572	10.49%	430
International Funds	Vanguard Developed Markets Index Admiral	$556,255	1.17%	174	$648,424	1.28%	168
	Vanguard Emerging Mkts Stock Idx Adm	$39,818	0.08%	127	$58,297	0.11%	120
	Vanguard FTSE All-Wld ex-US SmCp Idx Adm	$4,496	0.01%	4	$5,621	0.01%	4
Large Cap Funds	Vanguard 500 Index Admiral	$2,807,159	5.92%	203	$3,111,396	6.12%	201
	Vanguard Growth Index Adm	$97,431	0.21%	125	$115,162	0.23%	120

Page 1 of 2

Asset allocation by fund

The balances reflected are based on all actively employed and separated from service plan participants. The participant balances do not include any outstanding loan amounts.

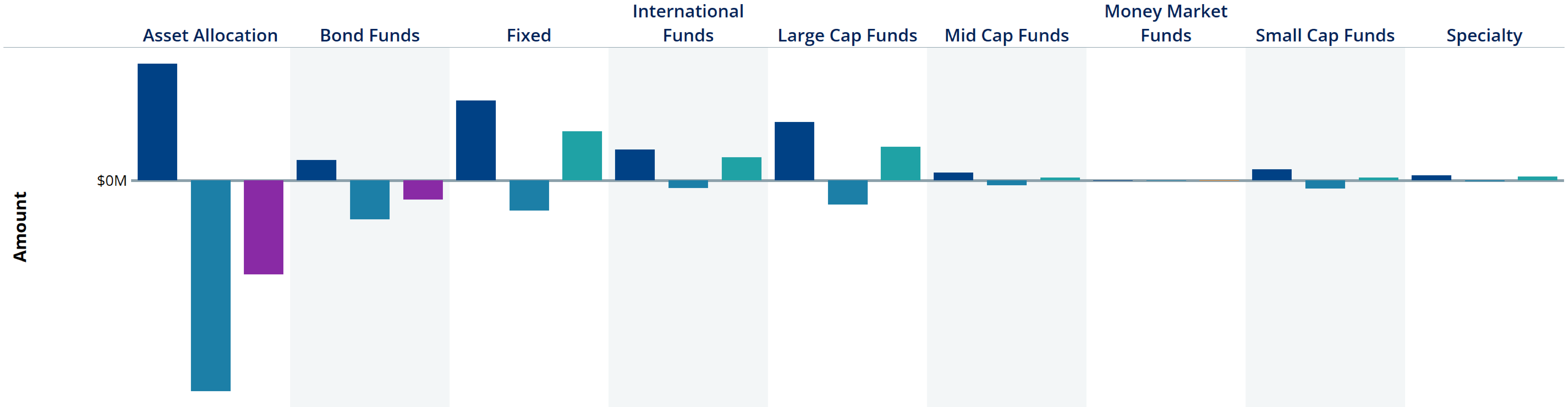
		As of 3/31/2024			As of 3/31/2025		
Asset class	**Investment option**	**Total balance**	**% of total**	**Participants**	**Total balance**	**% of total**	**Participants**
Large Cap Funds	Vanguard Value Index Adm	$21,712	0.05%	122	$28,107	0.06%	115
Mid Cap Funds	Vanguard Mid Cap Index Admiral	$646,355	1.36%	181	$681,243	1.34%	175
Small Cap Funds	Vanguard Small Cap Index Adm	$302,831	0.64%	161	$333,606	0.66%	153
Specialty	Vanguard Real Estate Index Admiral	$30,247	0.06%	130	$40,392	0.08%	122

Page 2 of 2

Net transfer activity by asset class

As of 3/31/2025

The below shows the transfer activity in and out of each asset class for a rolling 12-month period.



	Asset Allocation	Bond Funds	Fixed	International Funds	Large Cap Funds	Mid Cap Funds	Money Market Funds	Small Cap Funds	Specialty
Transfers in	$243,564	$41,704	$166,272	$63,653	$121,248	$15,371	$0	$22,055	$10,203
Transfers out	-$440,819	-$82,085	-$63,772	-$15,950	-$51,104	-$10,435	$0	-$17,068	-$2,837
Net transfers	-$197,255	-$40,381	$102,500	$47,703	$70,144	$4,935	$0	$4,987	$7,366

■ Transfers in ■ Transfers out ■ Negative net transfers ■ No Net Transfers ■ Positive net transfers

Plan insights by age

As of 3/31/2025

Age group overview	Under 30 yrs	30-39 yrs	40-49 yrs	50-59 yrs	60-67 yrs	Over 67 yrs
Participants with a balance	251	549	631	602	819	117
Eligible participants	293	639	866	901	1,631	568
Number participating	0	0	0	0	0	0
Participant assets	$1,246,272	$6,800,816	$12,748,746	$16,660,000	$10,657,558	$2,601,517

Participant outcomes	Under 30 yrs	30-39 yrs	40-49 yrs	50-59 yrs	60-67 yrs	Over 67 yrs
Average account balance	$4,965	$12,388	$20,204	$27,674	$13,013	$22,235
Average equity percent	77.5%	79.0%	72.4%	60.7%	48.9%	30.1%
Participation rate	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Average contribution rate						
Median Lifetime Income Score	167.3%	168.4%	160.1%	140.4%	54.1%	57.3%
Average Lifetime Income Score	156.1%	132.3%	109.8%	107.4%	93.6%	57.3%
Percent reaching goal	87.3%	67.6%	52.9%	58.1%	44.0%	0.0%

Glossary of terms

Subject	Description
Balances	Participant assets is the summation of all participant balances. (Excludes any loan balances). Plan assets is the summation of all plan balances such as forfeitures. Total assets is the summation of all participant and plan balances.
Benchmarks	The benchmarks are based on the recordkeeping system book of business and are updated monthly. The benchmarks reflect the median of individual plan results for a population of similar plans based on the combination of plan type and plan assets. The plan type categories are: 401(k), 403(b), 401(a), 457, and all other plan types combined. The plan assets ranges are: <$5M, $5M - $10M, $10M - $25M, $25 - $50M, $50M - $500M, and >$500M.
Cash flow	Cash flow illustrates the inflows and outflows of dollars from the plan by all actively employed and separated from service participants. The difference in the beginning balance and the ending balance is the result of adding and subtracting the following cash flow activity events: Contributions, disbursements, participant fees, loans issued, loan payments, transfers, adjustments, dividends, and gain/loss to reflect the ending balance.
Contribution activity	Contribution activity reflects all new participant account money such as: contributions via payroll, one-time contributions, employer contributions, and rollovers. Contributions are illustrated as participant and employer funded. Participant contributions are further broken down by before-tax, Roth, and after-tax contributions when applicable. The contribution activity will match the contribution totals illustrated on the Cash Flow slide.
Distribution activity	Distributions are based on actively employed and separated from service plan participants. The distribution categories are derived from the methods in which assets are removed from the plan. The possible categories are: Deminimis, Hardship, Death, Housing allowance, In-service, QDRO, Required minimum distributions (RMD), Separation of service, Service credits, CARES Act, SECURE Act and Other*. *"Other" is a combined category for infrequently used distributions such as but not limited to: contract exchanges, disability, 1035 exchanges, defined benefit payout, dividend payment, early distribution penalty, transfer to an IRA, Roth conversions, etc. The category also includes transaction reversals.
Loans	Overall loan insights reflect both general purpose loans and principal residence loans. Loans belonging to both actively employed and separated from service plan participants are included. Active loans in default are included. The total amount of outstanding loans includes any loans that were issued during the month of the reported month-end. The average loan balance is calculated by dividing the total of all active and outstanding loan balances by the total number of active and outstanding loans. The percent of participants with a loan is calculated by dividing the number of participants with at least one active and outstanding loan by all participants with a balance greater than $0.

Glossary of terms

Subject	Description
Lifetime Income Score	The Lifetime Income Score is based on all actively employed and eligible participants that meet the following criteria: Date of birth on file, valid annual salary of at least $10,000, and assets from outside sources that are less than $5 million. The Lifetime Income Score assumes a retirement income replacement rate of 75% of current income for all participants or a different plan-chosen replacement rate when applicable. Assumptions used by the Lifetime Income Score change over time so the historical results provided may be based on assumptions that are different from the current period. For more information please see the Lifetime Income Score Important Information and Disclosure located on the Data Library dashboard in the Plan Service Center.
Participation rate	The participation rate represents the ratio of participants that are actively participating in the plan compared to the total population of actively employed participants that are eligible to contribute to the plan. Actively participating is defined as having a regular deferral election on the recordkeeping system that is greater than 0%/$0. Before-tax, Roth, after-tax, and catch-up deferral elections are included.
Contribution rates	Contribution rates are based on all actively employed and eligible participants that have a regular deferral election on the recordkeeping system that is greater than 0%/$0. Before-tax, Roth, after-tax, and catch-up deferral elections are included. The rates reflected always include percentage deferral elections. Flat dollar deferral elections are also included when a salary has been provided as a participant's salary is used to convert their flat dollar deferral election to a percentage election.
Money type utilization	Money types are the different kinds of regular contributions that can be made which differ from each other in how they are taxed. Money type utilization illustrates the different approaches that participants are using for managing the tax treatment of their future contributions. Each included participant is assigned to a single money type category and becomes part of the population of participants that their respective category's insights are based on. Refer to the contribution rates section above for details about how reporting on deferral elections is handled. The money type categories are: • **Before-tax only**: Population of participants where 100% of their deferral election is setup to make before-tax contributions. • **Roth only**: Population of participants where 100% of their deferral election is setup to make Roth contributions. • **After-tax only**: Population of participants where 100% of their deferral election is setup to make after-tax contributions. • **Multiple types**: Population of participants that have a deferral election setup to make contributions to two or more sources.

Glossary of terms

Subject	Description
Contribution insights	Contribution insights consider regular and catch-up payroll contributions that participants made to before-tax, Roth, and after-tax sources during the month associated with the stated month-end date. The population of participants that are evaluated are those that were eligible as of the stated month-end. This population of participants differs from those included in the contribution activity reporting as that reporting includes contributions for all participants regardless of their eligibility status at month-end.
Match behaviors	Match behaviors illustrates participants that are eligible for employer match and the different levels at which they are utilizing their available match benefits. It only includes match benefits where the employer chooses to make an established contribution that is based on the elective contributions that a participant makes. This excludes non-elective employer contributions that do not require the participant to make a contribution. Each participant is evaluated against the match rule that individually applies to them as a single plan can have multiple match rules that cover different populations of eligible participants. The evaluation is based on a participant's deferral elections on file. Percentage deferral elections are always included and flat dollar deferral elections are also included when a salary has been provided as a participant's salary is used to convert their flat dollar deferral election to a percentage election. Participants with flat dollar deferral elections but without a salary are excluded from the analysis. Included participants are assigned to one of the following match behaviors: • **Not contributing**: Is eligible to contribute and to receive employer matching contributions but does not have a deferral election greater than 0%/$0 on file. • **Missing out**: Has a deferral election on file but it is below the amount required to receive the full amount of their available match benefit. • **Meeting the match**: Has a deferral election on file that is the same amount that is required to receive the full amount of their available match benefit. • **Exceeding the match**: Has a deferral election on file that is higher than the amount required to receive the full amount of their available match benefit.
Rate of return	Rate of return is calculated in 1 month intervals based on the opening balance, transaction activity, and closing balance for the month. The calculation is consistent with the procedures called by the participant website for displaying a participant's rate of return for a 1 month period. Determining the 1, 3, and 5 year returns is achieved by using an aggregation of the individual monthly rates of return for that period. Only participants with a result across all of the months in the period are included.

Glossary of terms

Subject	Description
Investment strategy	Investment strategy includes all actively employed and separated from service plan participants with a balance. Each participant is assigned to a single investment strategy by evaluating the criteria for each investment strategy against the participant's fund balances and their use of investment services and features. This evaluation is done in a particular order and the investment strategy that ends up being assigned is the first one that has its criteria met. The evaluation order and criteria for each possible investment strategy is as follows: • **Managed accounts**: Assigned to any participant enrolled in an available managed account service. • **Online advice**: Assigned to any participant utilizing an available online advice service. • **Asset allocation model strategy**: Assigned to any participant enrolled in a model portfolio. • **Brokerage**: Assigned to any participant utilizing an available self-directed brokerage account for any portion of their balance. • **Target-date strategy**: Assigned to any participant with greater than 95% of their balance invested in one or two target-date funds. 5% of their remaining balance may be invested in funds in other asset classes. • **Risk-based strategy**: Assigned to any participant with greater than 95% of their balance invested in one or two risk-based funds. 5% of their remaining balance may be invested in funds from other asset classes. • **Do-it-yourself strategy:** Assigned to any participant that is not classified under any of the above investment strategies. When applicable, the number of participants and their associated total balances that are assigned to the Target-date strategy or the Risk-based strategy will not match the assets and participant counts reported elsewhere for the funds within the Target-date or Risk-based asset classes. This is because all fund reporting is based on the holdings of all participants, regardless of a participant's assigned investment strategy.
Equity exposure	A participant's total equity exposure is the ratio of the total amount of their balance (across all investment options) that is exposed to equities, compared to their overall account balance. The amount that is exposed to equities for each individual investment option is calculated by multiplying the participant's balance within the fund by the percentage of the fund's underlying holdings that are in equity asset classes. The underlying asset allocation of each investment option is sourced from Morningstar LLC. In the event that an investment option's asset allocation is unavailable, it is defaulted to having 50% allocated to equities.

Glossary of terms

Subject	Description
Concentrated investment extremes	The concentrated investment extremes insights presented are based on all actively employed and separated from service plan participants that have a balance greater than $0 and that have been classified as using the Do-it-yourself investment strategy. Concentrated investment extremes are defined as: **Equity risk**: Participants that are age 50 or older and that have 75% or more of their total balance exposed to equities. • These participants may be inadvertently over-exposing themselves to too much equity (or market) risk, causing them to be vulnerable in market downturns or times of general volatility, a risk particularly harmful to those nearest retirement. **Inflation risk:** Participants of any age, that have 10% or less of their total balance exposed to equities. • These participants may be too removed from the market. While taking on too much risk, as illustrated with the equity extreme definition, can be detrimental to participant outcomes, the inverse can also be true. Participants underexposed to equities (or the market more broadly) can suffer from lack of investment returns which would otherwise bolster their performance and account balance growth.
Advisory services	Advisory services includes all active and terminated participants with a balance. It compares the participants enrolled in the managed account service or online advice service against the participants that are not enrolled as of the last day of the reporting period. Each participant is only included in one group.
Fund exposure by investment strategy	The calculation for an individual participant's exposure to an investment option is: Participant's balance in the investment option divided by the participant's overall account balance. Participants without a balance in a fund are excluded when calculating the average for each fund. Average fund exposures are provided for the population of participants within each investment strategy to provide insights into how participants of each investment strategy are utilizing the investment lineup.
Asset allocations	Illustrates the total of participant balances within the different investment options and their associated asset class. Plan level assets and outstanding loan balances are not included. The % of total assets represents the total of participant assets within the fund divided by the total of all participant balances. The participant counts include all actively employed and separated from service plan participants with a balance greater than $0 in the fund.
Net transfer activity by asset class	Net transfer activity is the net of the transfer in and transfer out financial activity for funds within each asset class. Plan level assets and outstanding loan balances are not included.

Glossary of terms

Subject	Description of terms
Plan insights: Plan detail	• Median Lifetime Income Score: Refer to the Lifetime Income Score subject. • Contribution rates: Refer to the contribution rates subject. • Participation rate: Refer to the participation rate subject. • Participant assets: Total of all participant balances. It does not include plan level assets or outstanding loan balances. • Loan balance: Total amount of all active loans with an outstanding loan balance at month-end. • Plan level assets: Total amount of plan assets which may include forfeitures, unallocated plan assets, and a plan expense account.
Plan insights: Participant detail	• Eligible participants: Number of actively employed participants that are eligible to contribute to the plan. • Eligible individuals not participating: Number of actively employed and eligible participants that do not have a deferral election on file that is greater than 0%/$0. • Participants contributing 10% or less: Number of actively employed and eligible participants that have a deferral election on file that is greater than 0% and less than 11%. Refer to the contribution rates subject for details about how flat dollar deferral elections are handled. • Participants with a balance: Number of all the participants that have a balance >$0. • Average account balance: Average total balance of all the participants with a balance >$0. • Participants with loans: Percent of all the participants with a balance >$0 that have at least 1 active loan with an outstanding balance >$0. • Participant email addresses captured: Percent of all the participants with a balance >$0 and an email address on file. • Participants without an email address: Number of all the participants with a balance >$0 and no email address on file. • Terminated participants with a balance <$5,000: Number of separated from service participants that have an account balance that is less than $5,000. • Terminated participants with a balance <$1,000: Number of separated from service participants that have an account balance that is less than $1,000.
Plan insights: Investment detail	• Investment options: Total number of investment options offered in the plan. • Average funds utilized: Average of the total number of funds that each participant has a balance in. It is based on all the participants with a balance $>0. • Participants using advisory services: Percent of all the participants with a balance >$0 that are using an available managed account service or online advice service. • Participants using Target-date strategy: Percent of all the participants with a balance >$0 that have been classified as using the Target-date investment strategy. • Participants using Risk-based strategy: Percent of all the participants with a balance >$0 that have been classified as using the Risk-based investment strategy. • Participants using asset allocation model strategy: Percent of all the participants with a balance >$0 that have been classified as using the asset allocation model investment strategy. • Participants using Do-it-yourself strategy: Percent of all the participants with a balance >$0 that have been classified as using the Do-it-yourself investment strategy.

Disclosure

As part of providing products and services to retirement plans Empower personnel may provide information to plan representatives about available investment or pricing options. In providing this information, Empower is not undertaking to provide impartial investment advice, or to give advice in a fiduciary capacity regarding any transactions. Plan fiduciaries are responsible for the selection and monitoring of the Plan's investment options and for determining the reasonableness of all Plan fees and expenses.

Information concerning investment or pricing options we may provide is intended to provide you with resources for your consideration as a convenience and is not intended to be exhaustive or prescriptive for your Plan and its specific circumstances. Plan fiduciaries are not required to utilize any of the options referenced in any of our communications to you.

Empower may benefit from advisory and other fees paid to it or its affiliates for managing, selling, or settling of the Empower products or third-party investment products or securities offered by Empower or its affiliates. Investment vehicles you select which are sponsored or managed by an Empower affiliate may generate more revenue for Empower enterprise and/or Empower representatives than non-proprietary investment vehicles.

Empower

Clarity in a Complex World:
Plan Fee Disclosure for Plan Fiduciaries

Fee Disclosure

International Union of Operating Engineers Local 77 Annuity Fund
780365-01
As of March 31, 2025

EMPOWER

Introduction

This report will help you as plan fiduciaries better understand the costs associated with your retirement plan - for both you as a plan sponsor and for your plan participants. The report is designed to meet the ERISA fee disclosure regulations of the United States Department of Labor (DOL).

We have summarized the plan cost components, and have provided a description of the services provided for those costs. We feel that the more you know about the costs in your plan - including all fees and expenses - the better you will understand the value of Empower.

Fee transparency is a sponsor and participant right

Sponsors and participants are entitled to clear information about the fees and expenses associated with their retirement plans.

Fee transparency is integral to meeting fiduciary responsibilities

We believe that understanding the relationship between cost and benefit is a crucial part of a plan sponsor's fiduciary responsibilities.

ERISA Requirements

DOL regulations require certain service providers that receive more than $1,000 in compensation to make explicit disclosures to certain retirement plans that they serve. For more information, please visit the DOL Employee Benefits Security Administration's website (www.dol.gov/ebsa).

What This Report Contains

This report provides an estimate of the fees paid by your plan.

As your plan's Recordkeeper, we may make payments to other plan service providers on behalf of the plan. We are not responsible for the disclosures of any unrelated service providers.

This document begins with a high-level summary of the estimated fees and becomes detailed throughout each section. All the information shown is in dollar figure estimates, where appropriate. To simplify readability, superscript letters identify dollar figures that carry over from one section and appear in another section as a line item.

Some of the services and fees described may not be applicable to your plan but are representative of available services.

Report Sections

A. Summary of Fee and Expense Estimates
B. Explanation of Services
C. Estimated Cash Flow Summary
D. Disclosures
E. Itemized Services and Costs

A. Summary of Fee and Expense Estimates

Estimates presented are based on information as of March 31, 2025 on the following:

Total Assets	*$50,988,017*
Unallocated Plan Assets	*$140,253*
Participant Assets	*$50,847,764*
Loan Balances	*$0*
Number of Participants	3,121

As the fees and expenses contained in this disclosure are estimates based on the above information at a point in time, they will not necessarily match the actual amounts paid or the amounts contained in any financial report, such as an Annual Plan Summary.

Total Assets are the sum of Unallocated Assets, Participant Assets and Loan Balances. ***Plan Unallocated Assets*** consist of plan assets that are not allocated to plan participants. This might include unclaimed participant balances, amounts received but not yet allocated to participants, forfeitures, and amounts set aside for plan expenses. ***Participant Assets*** are amounts held in participants' accounts. ***Loan Balances*** equal the outstanding loan amounts for participants. ***Number of Participants*** includes participants with an account balance as of the month-end.

In this document, estimates provided may not match amounts billed to the Plan Sponsor or debited from participant accounts and may not match financial reports. These **annual estimates** are generally based on month-end projections that are annualized over a 12-month period and rounded to the nearest dollar.

CATEGORY OF SERVICE	ANNUAL ESTIMATE	ESTIMATED AVERAGE COST PER PARTICIPANT	ESTIMATED PERCENTAGE OF TOTAL ASSETS
Payments to Investment Providers (IP)	(Q)$34,412	$11	0.07%
Payments to Recordkeeper (RK)	(X)$182,180	$58	0.36%
Payments to Others	(Z)$2,704	$1	0.01%
Total Estimate	(K)**$219,296**	**$70**	**0.44%**

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

Empower Retirement LLC. (Empower) and its affiliates do not provide fiduciary services, except in the case(s) where the fiduciary status is specifically and affirmatively disclosed below.

If Empower Advisory Group, LLC provides services to the Plan under an agreement with Plan Sponsor, it may be a fiduciary and Registered Investment Advisor to the Plan to the extent provided in such agreement.

If Empower Annuity Insurance Company of America or an affiliate provides participant investment advice services or agrees to provide certain administrative services in a fiduciary capacity to the Plan under the Administrative Services Agreement, it is a fiduciary with respect to such services.

B. Explanation of Services

The services reflected may not be applicable to all plans, but are representative of available services.

SERVICE CODE	Investment Providers (IP)
1.1	**Investment Management Services:** Includes all Plan investments selected by Plan Sponsor for which the Recordkeeper provides recordkeeping services.
SERVICE CODE	**Recordkeeper (RK)**
2.1	**Plan Services:** Performing the duties necessary for the plan to comply with legal, regulatory and the plan's own requirements. Some of these duties include plan document service, compliance service and distribution tax reporting. Plan services would also include plan communication, education, enrollment, website and voice response system.
2.2	**Participant Services:** Creating and maintaining records of all participant and beneficiary accounts and the transactions and changes affecting them. This may include participant loan initiation, loan maintenance, fund transfers, distributions or hardship withdrawals. Participant services would include communications to the participant - quarterly statements and newsletters.
2.3	**Additional Services:** These plan level transactional services are available to the Plan Sponsor and can be requested in writing to the Recordkeeper.
SERVICE CODE	**Others**
3.1	**Participant Advice:** Empower Advisory Group, LLC offers investment advice and/or discretionary managed account services to plan participants if your plan contracts for these services. In providing these services, Empower Advisory Group, LLC acts as a registered investment adviser under the Investment Advisor Act of 1940, and as a fiduciary under ERISA. Additional information may be provided in your service agreement with Empower Advisory Group, LLC and other service-related documents, such as Empower Advisory Group, LLC's Form ADV, any of which may be provided and/or amended from time to time. Empower Advisory Group, LLC is an affiliate of Empower Retirement LLC..

For a listing of your Plan services please refer to your Service Agreement and/or Schedule of Services.

C. Estimated Cash Flow Summary

This section lists each investment manager and service provider that collects fees directly or indirectly from your Retirement Plan, from participants or from the administrator, and all remittances paid out on behalf of your Plan.

Payments to Investment Providers (IP)

Service Code	Investment Provider	Estimated Gross Payments to IP	Estimated Payments from IP	Estimated Net Payments to IP
1.1	MassMutual	$0	($0)	$0
	Vanguard	$34,412	($0)	$34,412
Total Estimate		**$34,412**	(V)**($0)**	(Q)**$34,412**

Payments to Recordkeeper (RK)

Service Code	Service Provided	Estimated Direct Payments to RK [A]	Estimated Payments from IP to RK [B]	Estimated Payments to RK [A + B =C]
2.1	Plan Services	(Y)$171,530	(V)$0	$171,530
2.2	Participant Services	(W)$13,354		$13,354
2.3	Additional Services	$0		$0
Payments to Others				(Z)**($2,704)**
Total Estimate				(X)**$182,180**

Payments to Others

Service Code	Service Provided	Estimated Net Payments to Others
3.1	Participant Advice	$2,704
Total Estimate		(Z)**$2,704**

Note: This section may include amounts that are not paid to or by the Recordkeeper, but paid to another party through the recordkeeping system.

Total Annual Net Cost Estimate	(K)**$219,296**

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

D. Disclosures

This document contains estimates of plan expenses and is intended to provide a detailed summary of fees being charged to the plan or its participants to the extent such information is in the Recordkeeper's possession. While it is intended to provide information regarding all material fees, this document may not be comprehensive, and it may not include full information on fees associated with some specially negotiated services or with certain investment options, such as Self-Directed Brokerage Accounts, Life Insurance, Employer Stock, etc. For further fee information, please refer to the relevant service agreements and/or prospectuses, including information that may be needed to comply with Participant Disclosure obligations. As your Recordkeeper, we make no representation as to the completeness or accuracy of materials, such as prospectuses, created and/or provided by a third-party investment provider.

Additional Compensation Paid to Recordkeeper for Correction of Transactional Errors:

Participant, Trading and Plan Transaction Errors. If the Recordkeeper does not accurately process contribution or investment instructions provided in good order by a Participant or the Plan Sponsor (e.g., investment allocation of Plan contributions, investment exchanges or transfers) or does not accurately process a Plan transaction as instructed by a Participant or directed by the Plan Sponsor (e.g. timely processing a Plan distribution or processing a Participant's direct rollover request as a lump sum) and the error is brought to the Recordkeeper's attention or identified by the Recordkeeper, the Recordkeeper will, at its own expense, correct the error by adjusting the Participant's account to the financial position where it would have been had the error not occurred.

If a correction to adjust the Participant's account to the financial position where it would have been if the error had not occurred is made at the Recordkeeper's expense and results in a transactional net loss, the Recordkeeper will bear the transaction loss. However, if the correction results in a transactional net gain, the Recordkeeper will retain the transaction gain as compensation for services provided to the plan and to defray costs of servicing the plan.

Float Disclosure:

If the Plan's assets pass through a bank account held by Empower Retirement LLC. (Empower) or its affiliates/ subsidiaries (Empower Trust Company, LLC), it may earn credits and/or interest on Plan assets awaiting investment or pending distribution. Plan Sponsor acknowledges that it has received and reviewed the Float Disclosure. Plan Sponsor agrees that, as additional compensation for its services hereunder, ETC, Empower, and/or its affiliates shall retain float consistent with the terms of the Float Disclosure.

Actuarial and/or Plan Consulting Services:

This category describes certain actuarial and/or consulting administrative services provided to the Plan Sponsor, including but not limited to preparation of the Plan's annual ERISA funding valuation report with required employer contributions, actuarial certification of the Plan's funded status, annual PBGC premium filings and preparation of Schedule SB/MB to the Form 5500. In addition, we may make certain other consulting services available to the Plan Sponsor related to the design, management or financial impact of the Plan. These consulting services may include for example, accounting measurements, asset/liability modeling, funding strategy, regulatory changes, merger and acquisition, plan design, nondiscrimination testing and certain plan termination services. Due to the variable nature of service arrangements, for more information on the services and fees specific to the Plan, please see your service agreement.

Investments

Mutual Fund Expense Ratio & Collective Investment Trust (CIT) Expense:

The Service Provider has entered into agreements with certain mutual funds/CITs (or their service providers, including advisors, administrators or transfer agents, and underwriters) whereby the Service Provider provides shareholder and/or distribution services and receives compensation from the mutual fund/CIT (or their service providers) based on the value of the plan's investment in the fund/CIT. This compensation may include fees for administrative and other expenses and/or fees paid under a plan of distribution under SEC Rule 12b-1 ("12b-1 fees"). The fees received by the Service Provider are included in the expense ratio described in the applicable fund's prospectus or similar disclosure document, and reduce the investment option's net asset value (NAV). Generally, fees and expenses included in the expense ratio are deducted at regular intervals based on a percentage of the investment option's average daily net assets. For CITs, an investment company may include other fees that are not disclosed in this fee disclosure document but are provided in a separate disclosure under separate cover.

Redemption Fees:
Redemption fees are charged by mutual fund companies to discourage investors from making a short-term "round trip" (i.e. a purchase, typically a transfer, followed by a sale within a short period of time). Most mutual fund companies that charge redemption fees will impose the fee upon the purchase and subsequent sale occurring within a specified time frame. Please refer to your mutual fund prospectuses for specific redemption fee details.

Additional Fund Compensation:
The Service Provider may receive additional revenue as a finder's fee from non-affiliated fund companies as shown in the prospectus and other regulatory documents for each of the funds held by the plan.
Empower Annuity Insurance Company of America ("Empower") receives payments from some investment fund families through the Empower Fund Partnership Program ("EFPP"). Under the EFPP, fund families receive several services based on the EFPP tier in which they participate. These services are provided directly to fund families and include: (i) consideration for inclusion in Empower products developed for some segments of the retirement and IRA market, (ii) inclusion on the Empower Select investment platform, which is available in the small plan recordkeeping market, (iii) a waiver of the connectivity fee described below, (iv) enhanced marketing opportunities, (v) additional reporting capabilities, (vi) collaboration in thought leadership opportunities, (vii) access to meetings with Empower leadership, Empower staff, and the third party advisory and brokerage firms through whom Empower distributes its services, and (viii) access to conferences put on by Empower. The yearly fees for EFPP participation are up to $1,200,000 for tier 1 and up to $600,000 for tier 2. These fees do not vary based on an Empower client's use of the funds offered by the fund family.
For additional information about fund families that participate in the fund partner program, please visit https://docs.empower.com/advisor/Empowering-Fund-Partnership-Disclosure.pdf.

Empower also receives payments from fund families through a connectivity program (the "Connectivity Program"). The Connectivity Program charges fund families for the cost of administering funds on Empower investment platforms, and for building and maintaining data connections between Empower and the fund family. Effective January 1, 2024, the Connectivity Program generally charges $1200 per investment fund used on recordkeeping and IRA investment platforms. Additionally, a small or medium sized retirement plan may have an investment access fee of $1,000 charged to the plan, if they select a fund that is not part of the Empower Fund Partner Program or Connectivity Program. Depending on plan selection of the non-participating fund family, the investment access fee charge may be more or less than the fees received under the Connectivity Program from the fund family.

Investment Access Fee:
Empower charges an investment access fee if the plan's fiduciary selects a fund for the plan's investment lineup from a fund provider that does not participate in the Connectivity Program, under which the fund provider compensates Empower or its related companies for costs associated with providing and maintaining the fund on the investment platforms (the "Investment Access Fee"). The investment access fee is a charge

per plan of $1,000 annually and is billed quarterly to the plan sponsor. On an annual basis, Empower will review all plans being assessed an investment access fee. If no investment access fee funds are being used, the investment access fee will not be assessed to your plan. If investment access fee funds are used in future years, or are added through fund changes, the investment access fee will be added or reinstated at that time. Empower reserves the right to change the Investment Access Fee, at any time, upon ninety (90) days' advance written notice to the plan sponsor.

Rollover Programs:
Empower may receive payments of up to $35 per rollover under separate agreements with certain rollover providers (including Inspira Financial and WMSI Securities LLC) for providing transaction and administrative services. Any such payments are not fees for distribution services to the plan under the plan's administrative services agreement with Empower.

Stable Value Discontinuation Provisions:
The terms of any applicable group annuity expense schedule are hereby incorporated by reference.

5500 Schedule C

As applicable, the disclosures herein are intended to satisfy the eligible indirect compensation ("EIC") requirements for Form 5500 Schedule C purposes.

Direct Compensation:
As your Recordkeeper, Empower tracks and reports all direct fee compensation (such as the standard fees and non-standard fees that are paid from plan assets during the plan year) as part of the plan-level reporting in your Annual Plan Summary. A detailed list of direct fees are provided in the Fee and Withdrawal report as well as summarized in the supplemental report section containing the Information for Completing Form 5500 Schedule C.

Indirect Compensation:
The listed expenses and costs are the types of eligible indirect compensation that may have been received either by (i) the Recordkeeper for their services or (ii) mutual fund companies whose funds are investment options in your Plan. The disclosures herein are intended to satisfy the EIC requirements for Form 5500 Schedule C purposes, as applicable.

Other Investment-Related Fees:
The investment funds offered by your Plan may have fees that are retained by the fund company or other investment provider as payment for ongoing management of the fund and other services. The fee amounts will vary from fund to fund and are generally charged as a percentage of the fund's value.

Please refer to the latest investment materials such as **prospectuses and other regulatory disclosures for each of the funds** held by your Plan (as provided by your Plan's investment advisor or directly from the fund companies or investment firms) for details regarding services and fees.

The latest prospectus and other regulatory documents for each of the funds held by the plan can be found within the Investment section of the Plan Service Center.

This list of investment fees is intended to give the plan a list of the most important fees being charged to the plan or its participants. It is intended to provide information regarding all material fees, but may not be comprehensive and may not include information on fees such as Self Directed Brokerage Accounts, Life Insurance, Employer Stock, etc. For other fee information, please refer to all other plan documents including service agreement and/or prospectus, including information that may be needed to comply with participant

Disclosure obligations. As your Recordkeeper, we make no representation as to the completeness or accuracy of materials, such as prospectuses, created and/or provided by a third-party investment provider.

Affiliates and Subcontractors

We are required to disclose certain fees paid between Empower Retirement LLC. (Empower) and its related parties (affiliates/subsidiaries and subcontractors). This includes compensation paid in connection with the services Empower or its affiliates/subsidiaries have agreed to provide to the Plan, if the compensation is set on a transaction/incentive basis (such as commissions, soft dollars, or finder's fees) or if the compensation is charged directly against a plan investment and reflected in the investment's net value.

The fees disclosed are not in addition to previously disclosed fees; rather, this information is intended to increase transparency about how Empower uses the fees it receives.

Affiliates:

The following entities are affiliates of the Recordkeeper, in that they directly or indirectly control, are controlled by, or are under common control with the Recordkeeper. These affiliates may receive fees from the plan, or from the Recordkeeper or another affiliate for performing certain services for the plan.

Refer to the Itemized Services and Cost section for details regarding affiliate payments.

Empower Financial Services, Inc. is an affiliate that receives payments from the Investment Provider. Payments are first paid to Empower Financial Services, Inc. which in turn pays the Recordkeeper.

Affiliates: The following are affiliates or subsidiaries of Empower Retirement LLC. (Empower), but not all Empower affiliates or subsidiaries may pertain to your Plan.

- Empower Advisory Group, LLC
- Empower Financial Services, Inc.
- Empower Retirement, LLC
- Empower Capital Management, LLC
- Empower Funds, Inc.
- Empower Annuity Insurance Company
- Empower Trust Company, LLC
- Empower Life & Annuity Insurance Company of New York

Empower is affiliated with Great-West Lifeco Inc. ("Lifeco") who entered into a transaction to sell Putnam Investments, LLC to Franklin Resources, Inc. ("Franklin"). As a result of the transaction, Empower's affiliate owns approximately 6% of Franklin as of January 1st, 2024. As a part of the transaction, Lifeco entered into arrangements with Franklin under which Lifeco has committed to allocate assets over a period of time to be managed by Franklin's investment managers and has agreed to support the availability of Franklin and its affiliates' products and services on enterprise platforms. If certain Franklin revenue thresholds are achieved under those arrangements, Lifeco will receive contingent transaction consideration and other financial benefits. Franklin also includes Alcentra, Benefit Street Partners, Brandywine Global, Clarion Partners, ClearBridge Investments, Franklin Templeton Investments, K2 Lexington Partners, Martin Currie, Putnam Investments, Royce Investment Partners and Western Asset Management as of January 1st, 2024.

Subcontractors:

A subcontractor is any person or entity that is not an affiliate of Empower, which is expected to receive $1,000 or more in compensation for performing one or more services for the plan under a contract or arrangement with Empower.

Company Subcontractor	Provided Service
None	

E. Itemized Services and Costs

This section details how each service expense is calculated. Totals here are presented in the Summary of Fee and Expense Estimates section. **Estimates** presented are based on expenditures and activity in the 12 month period ending March 31, 2025 and on the following:

Total Assets	*$50,988,017*
Unallocated Plan Assets	*$140,253*
Participant Assets	*$50,847,764*
Loan Balances	*$0*
Number of Participants	3,121

The **annual estimates** displayed in this document will not match actual financial reports such as the Annual Plan Summary.

Payments to Investment Providers (IP)

Service Code 1.1							
Investment	**Basis for Estimate**	**Gross/ Net Expense Ratio**	**Estimated Gross Payments to IP** [estimate X net expense ratio]	**12b-1**	**Admin**	**Estimated Payments from IP** [(12b1 X estimate)+ (Admin X estimate)]	**Estimated Net Payments** [gross pmts- pmts from IP]
MassMutual							
MassMutual US Govt Mny Mkt R5	$0 Assets in fund	0.54%/ 0.54%	$0		0.10%	($0)	$0
SAGIC Diversified Bond I	$5,472,826 Assets in fund		$0			($0)	$0
Total for MassMutual	**$5,472,826**		**$0**			**($0)**	**$0**
Vanguard							
Vanguard 500 Index Admiral	$3,111,396 Assets in fund	0.04%/ 0.04%	$1,245			($0)	$1,245
Vanguard Developed Markets Index Admiral	$648,424 Assets in fund	0.05%/ 0.05%	$324			($0)	$324
Vanguard Emerging Mkts Stock Idx Adm	$58,297 Assets in fund	0.13%/ 0.13%	$76			($0)	$76
Vanguard FTSE All-Wld ex-US SmCp Idx Adm	$5,621 Assets in fund	0.17%/ 0.17%	$10			($0)	$10
Vanguard Growth Index Adm	$115,162 Assets in fund	0.05%/ 0.05%	$58			($0)	$58
Vanguard High-Yield Corporate Adm	$80,123 Assets in fund	0.12%/ 0.12%	$96			($0)	$96
Vanguard Mid Cap Index Admiral	$681,243 Assets in fund	0.05%/ 0.05%	$341			($0)	$341
Vanguard Real Estate Index Admiral	$40,392 Assets in fund	0.13%/ 0.13%	$53			($0)	$53

INVESTMENT	BASIS FOR ESTIMATE	GROSS/ NET EXPENSE RATIO	ESTIMATED GROSS PAYMENTS TO IP [estimate X net expense ratio]	12B-1	ADMIN	ESTIMATED PAYMENTS FROM IP [(12b1 X estimate)+ (Admin X estimate)]	ESTIMATED NET PAYMENTS [gross pmts- pmts from IP]
Vanguard Small Cap Index Adm	$333,606 Assets in fund	0.05%/ 0.05%	$167			($0)	$167
Vanguard Target Retirement 2020 Inv	$1,683,033 Assets in fund	0.08%/ 0.08%	$1,346			($0)	$1,346
Vanguard Target Retirement 2025 Inv	$7,083,579 Assets in fund	0.08%/ 0.08%	$5,667			($0)	$5,667
Vanguard Target Retirement 2030 Inv	$6,195,907 Assets in fund	0.08%/ 0.08%	$4,957			($0)	$4,957
Vanguard Target Retirement 2035 Inv	$5,427,505 Assets in fund	0.08%/ 0.08%	$4,342			($0)	$4,342
Vanguard Target Retirement 2040 Inv	$5,480,935 Assets in fund	0.08%/ 0.08%	$4,385			($0)	$4,385
Vanguard Target Retirement 2045 Inv	$4,937,344 Assets in fund	0.08%/ 0.08%	$3,950			($0)	$3,950
Vanguard Target Retirement 2050 Inv	$4,059,702 Assets in fund	0.08%/ 0.08%	$3,248			($0)	$3,248
Vanguard Target Retirement 2055 Inv	$2,670,898 Assets in fund	0.08%/ 0.08%	$2,137			($0)	$2,137
Vanguard Target Retirement 2060 Inv	$1,283,622 Assets in fund	0.08%/ 0.08%	$1,027			($0)	$1,027
Vanguard Target Retirement 2065 Inv	$304,641 Assets in fund	0.08%/ 0.08%	$244			($0)	$244
Vanguard Target Retirement 2070 Inv	$25,385 Assets in fund	0.08%/ 0.08%	$20			($0)	$20
Vanguard Target Retirement Income Inv	$500,825 Assets in fund	0.08%/ 0.08%	$401			($0)	$401
Vanguard Total Bond Market Index Adm	$759,444 Assets in fund	0.04%/ 0.04%	$304			($0)	$304
Vanguard Value Index Adm	$28,107 Assets in fund	0.05%/ 0.05%	$14			($0)	$14
Total for Vanguard	**$45,515,191**		**$34,412**			**($0)**	**$34,412**

Blank fields in the table above can be assumed to be not applicable or zero.

Not all 12b-1 and/or Admin fees may flow through the Recordkeeper. A third party may be receiving the 12b-1 and/or Admin fees directly. Due to this, the amount shown in the Estimated Net Payments column may be overstated.

Empower may provide unit valuation and custody services for certain of the above investment options under an agreement with the plan sponsor. Any unit valuation and custody fees received by Empower are described in the plan's administrative services agreement but are not reflected in the Payments to Recordkeeper estimates in this document.

Total Annual Payment Estimate to Investment Providers (IP)	(Q)$34,412

Payments to Recordkeeper (RK)

Plan Services Fees

Service Code	Fee Type	Paid By	Annual Fee	Basis for Estimate	Gross Payments
2.1	Plan Administration Participant Account Fee	Deducted from Participant	$55	3,121 Participants in Plan	$171,530

Total Annual Payment Estimate for Plan Services	(Y)$171,530

Variable Asset Charge, if applicable, is a fund service fee for administering certain plan investment options, such as insurance company separate accounts, which may include maintaining net unit values, as applicable. Fund service fees may be stated as investment management fees, mortality & expense fees, or administrative fees reflected in the unit price and included in the Gross Expense Ratio. Certain investments may also include recordkeeping revenue which may be made available to offset recordkeeping fees.

Participant Services Fees

Service Code	Fee Type	Paid By	Fee	Gross Payments
2.2	Empower Advisory Services My Total Retirement	Deducted from Participant	Up to $100K = 0.500000% Next $150K = 0.400000% Next $150K = 0.300000% Over $400K = 0.300000%	$2,704
	Death Disbursement Fee‡	Netted from Distribution	$50 Per Distribution*	$700
	Disability Disbursement Fee‡	Netted from Distribution	$50 Per Distribution*	$0
	Other Disbursement Fee‡	Netted from Distribution	$50 Per Distribution*	$2,750
	Hardship Disbursement Fee‡	Netted from Distribution	$50 Per Distribution*	$0
	Periodic Payment Origination Fee‡	Deducted from Initial Payment	$50 Per PPAY Set Up	$0
	Retirement Disbursement Fee‡	Netted from Distribution	$50 Per Distribution*	$850
	Separation from Service Disbursement Fee‡	Netted from Distribution	$50 Per Distribution*	$6,350

Overnight/ACH/Wire requests may be subject to a fee of up to $50 per transaction.

Total Annual Actual Payments for Participant Services	(W) **$13,354**

See the Administrative Service Agreement for the fees for any participant services not reflected above.

Participant Service Fees displayed above are the actual assessed fees to date based on a rolling twelve month period.

Additional Services

Currently your plan has no Actual Additional Services payments.

Total Annual Actual Payment for Additional Services	**$0**

Contract Termination Fee:
Contract Termination Fees may apply. For more information, refer to your annuity contract and/or fee schedule.

Payments to Others

SERVICE CODE	SERVICE PROVIDER	SERVICE DESCRIPTION	FEES	BASIS FOR ESTIMATE	GROSS PAYMENTS
Participant Advice					
3.1	Empower Advisory Group, LLC	Empower Advisory Services My Total Retirement	Up to $100K = 0.500000% Next $150K = 0.400000% Next $150K = 0.300000% Over $400K = 0.300000%	Actual Expenses	$2,704
				Total	**$2,704**

Total Annual Payment Estimate for Others	(Z) **$2,704**

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

* Participant loan set up and distribution fees may not reflect additional fees charged by a third party. Third parties should be disclosing the amounts they receive in a separate document.

‡ Distribution Charge for participants may vary by the reason the distribution is taken and by fund. See your contract for details.

Thank you

ATTORNEY’S REPORT

OTHER FUND BUSINESS

CALIBRE
7501 WISCONSIN AVENUE
SUITE 1200 WEST
BETHESDA, MD 20814
T: 202.331.9880 | F: 202.331.9890

Board of Trustees May 9, 2025
Operating Engineers Local 77 Individual Account Plan
C/o David Jensen – Administrator for the Trustees
911 Ridgebrook Road
Sparks, MD 21152

We are pleased to confirm our understanding of the services we are to provide for the Operating Engineers Local 77 Individual Account Plan (the "Plan") for the year ended December 31, 2024, in connection with its annual reporting obligation under the Employee Retirement Income Security Act of 1974 (ERISA).

Audit Scope and Objectives

You have requested that we perform an ERISA Section 103(a)(3)(C) audit and report on the financial statements of the Operating Engineers Local 77 Individual Account 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) [ERISA Section 103(a)(3)(C) audit]. The financial statements comprise the statement of net assets available for benefits as of December 31, 2024, and the related statements of changes in net assets available for benefits for the December 31, 2024, then ended, and the disclosures (collectively, the "financial statements"). As part of our audit, we will report on the supplemental schedules required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA (ERISA-required supplemental schedules) for the year ended December 31, 2024, in accordance with auditing standards generally accepted in the United States of America (GAAS). These schedules are presented for the purpose of additional analysis and are not a required part of the financial statements, but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

The financial statements and ERISA-required supplemental schedules are required to be included in the Plan's Form 5500 filing with the Employee Benefits Security Administration (EBSA) of the DOL.

Except as described in the following paragraph, the objectives of our audit 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 issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in

Audit Scope and Objectives (continued)

accordance with auditing standards generally accepted in the United States of America (GAAS) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment of a reasonable user made based on the financial statements.

You have determined it is permissible in the circumstances and elected to have the audit of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the Plan (investment information) by Empower, the trustee, which is a recordkeeper or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, that prepared and certified the statements or information regarding assets so held in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Auditor's Responsibilities for the Audit of the Financial Statements

We will conduct our audit in accordance with GAAS. Those standards require that we are independent and that we fulfill our other ethical responsibilities relevant to the audit. For an ERISA Section 103(a)(3)(C) audit, the audit will not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America (GAAP). Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with GAAP.

As part of an audit in accordance with GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit.

We will evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management. We will also evaluate the overall presentation of the financial statements, including the disclosures, and determine whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting,

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

(3) misappropriation of assets, or (4) violations of laws or governmental regulations, including prohibited transactions with parties in interest or other violations of ERISA rules and regulations, that are attributable to the Plan or to acts by management or employees acting on behalf of the Plan.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is an unavoidable risk that some material misstatements may not be detected by us, even though the audit is properly planned and performed in accordance with GAAS, except as previously noted. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential and will include prohibited transactions in the supplemental schedule of nonexempt transactions as required by the instructions to Form 5500. Our responsibility as auditors is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

We will obtain an understanding of the Plan and its environment, including the system of internal control, sufficient to identify and assess the risks of material misstatement of the financial statements, whether due to error or fraud, and to design and perform audit procedures responsive to those risks and obtain evidence that is sufficient and appropriate to provide a basis for our opinion. 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, misrepresentation, or the override of internal control. An audit is not designed to provide assurance on internal control or to identify deficiencies in internal control. Accordingly, we will express no such opinion. However, during the audit, we will communicate to you and those charged with governance internal control related matters that are required to be communicated under professional standards.

We are required to identify significant risks of material misstatement as part of our audit planning and communicate those risks to you. Professional standards require that we address the risks of material misstatement due to management override of internal controls and improper revenue recognition in every audit. We have also identified benefits paid as a significant risk of material misstatement.

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

We will also conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts and direct confirmation of investments except those certified to by the trustee, and certain other assets and liabilities by correspondence with financial institutions, and other third parties. We will also request written representations from your attorneys as part of the engagement.

From time to time, in addition to our own professional staff, we may use staff on loan from other CPA firms in serving your account. These individuals will work closely with and under the direct supervision of Calibre personnel and we remain responsible for their work, the same as if Calibre personnel performed the work.

We will communicate with management and those charged with governance certain matters as required by GAAS, including reportable findings identified during the audit of the Plan's financial statements as a result of testing relevant plan provisions.

As part of our audit, we will perform certain procedures as required by GAAS, directed at considering the Plan's compliance with applicable Internal Revenue Code (IRC) requirements for tax-exempt status, including whether management has performed relevant IRC compliance tests and has corrected or intends to correct failures. As we conduct our audit, we will be aware of the possibility that events affecting the Plan's tax status may have occurred. Similarly, we will be aware of the possibility that events affecting the Plan's compliance with the requirements of ERISA may have occurred. We will inform you of any instances of tax or ERISA noncompliance that come to our attention during the course of our audit. You should recognize, however, that our audit is not designed to, nor is it intended to, determine the Plan's overall compliance with applicable provisions of the IRC or ERISA.

The information included in the ERISA-required supplemental schedules, other than that agreed to or derived from the certified investment information, will be subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures in accordance with GAAS. Accordingly, our opinion will state whether the form and content of the supplemental schedules, other than the information agreed to or derived from the certified investment information, are presented, in all material respects, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and whether the information in the supplemental schedules 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 Responsibilities for the Audit of the Financial Statements (continued)

Our ERISA Section 103(a)(3)(C) audit of the financial statements does not relieve you of your responsibilities.

Our audit will be conducted on the basis that you acknowledge and understand your responsibility for designing, implementing, and maintaining internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, including monitoring ongoing activities; for the selection and application of accounting principles; for establishing an accounting and financial reporting process for determining appropriate value measurements; and for the preparation and fair presentation of the financial statements in conformity with accounting principles generally accepted in the United States of America. You are also responsible for making drafts of financial statements, all financial records, and related information available to us; for the accuracy and completeness of that information (including information from outside of the general and subsidiary ledgers); and for the evaluation of whether there are any conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern within one year after the date that the financial statements are available to be issued. You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, identification of all related parties, parties in interest, and all related-party and parties-in-interest relationships and transactions, and other matters; (2) additional information that we may request for the purpose of the audit; and (3) unrestricted access to persons within the Plan from whom we determine it necessary to obtain audit evidence. You are also responsible for maintaining a current plan instrument, including all plan amendments; and for administering the Plan and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants to determine the benefits due or which may become due to such participants. You are also responsible for determining whether (1) an ERISA Section 103(a)(3)(C) audit is permissible under the circumstances; (2) the investment information is prepared and certified by a qualified institution as described in 29 CFR 2520.103-8; (3) the certification meets the requirements in 29 CFR 2520.103-5; and (4) the certified investment information is appropriately measured, presented, and disclosed in accordance with GAAP. You are also responsible for providing to us all necessary information, prior to the dating of our report, to prepare the draft of the Plan's Form 5500 that is substantially. At the conclusion of our audit, we will require certain written representations from you about the financial statements and related matters.

Your responsibilities include adjusting the financial statements to correct material misstatements and confirming to us in the management representation letter that the effects of any uncorrected misstatements aggregated by us during the current

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

engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the Plan involving (1) Plan management, (2) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the Plan received in communications from employees, former employees, regulators, or others. In addition, you are responsible for identifying and ensuring that the Plan complies with applicable laws and regulations. You are responsible for the presentation of the ERISA-required supplemental schedules and that they were derived from, and relate directly to, the underlying accounting and other records used to prepare the financial statements, including their form and content, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. You agree to include our report on the supplementary information in any document that contains, and indicates that we have reported on, the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon.

You agree to assume all management responsibilities for the financial statement preparation, 5500 tax return preparation services and any other non-attest services we provide; oversee the services by designating an individual, preferably from senior management of the third-party administrator, with suitable skill, knowledge, or experience; evaluate the adequacy and results of the services; and accept responsibility for them. For purposes of any reference in this letter to "you" or "your" responsibility, the standard of care is the ERISA prudent person standard regarding any such responsibility or assurance.

Use of Portals for Information Exchange

Suralink and Sharefile (the portals) are encrypted, web-based, document exchange systems used by us to send and receive electronic data throughout the course of the audit. The portals are intended to solely be used as a method of exchanging information, and they are not intended to store the Plan's information. Data and other content will be removed from the portals two years after the date it was initially provided.

Electronic Communication

In connection with this engagement, we may communicate with you or others via email transmission. As emails can be intercepted and read, disclosed, or otherwise used or communicated by an unintended third party, or may not be delivered to each of the parties to whom they are directed and only to such parties, we cannot guarantee or warrant that emails from us will be properly delivered and read only by the addressee. Therefore, we specifically disclaim and waive any liability or responsibility whatsoever for interception or unintentional disclosure of emails transmitted by us in connection with the performance of this engagement. In that regard, you agree that we shall have no liability for any loss or damage to any person or entity resulting from the use of email transmissions, including any consequential, incidental, direct, indirect, or special damages, such as loss of revenues or anticipated profits, or disclosure or communication of confidential or proprietary information.

Tax Services (Other)

We will prepare the Plan's Form 5500, including required schedules, for the year ended December 31, 2024, based on information provided by you. You have the final responsibility for the Form 5500 and the required supporting supplemental schedules, and you should review them carefully before you sign them and we recognize that you are relying on the audited financial statements we prepare in the completion of the Form 5500. We will also prepare the financial statements of the Plan in conformity with accounting principles generally accepted in the United States of America based on information provided by you.

In addition, we will prepare the Form 8955-SSA. The Form 8955-SSA will be prepared based on information provided by Empower or Associated Administrators. You have the final responsibility for these forms, and following our review, you should review them carefully before you sign them.

This engagement does not include our commitment to prepare any other tax returns or informational returns for filing. You are responsible for determining what forms are required to be filed with all governmental and regulatory agencies and for the preparation and filing of these forms. If anything comes to our attention which would cause us to believe that additional forms which should be prepared and filed are not being filed, we will so advise you. If you determine that we should prepare these forms, a separate arrangement will be made. No additional forms are included in the fee arrangement covered by this letter.

Tax Services (Other) (continued)

We will perform the services in accordance with applicable professional standards, including the Statements on Standards for Tax Services issued by the American Institute of Certified Public Accountants. We will advise management regarding the preparation of the Form 5500, but management must make all decisions with regards to those matters. For purposes of clarification, we recognize that you are relying on our audit procedures in determining what amounts are reported on those government forms.

Engagement Administration, Fees and Other

We understand that your third-party administrator, Associated Administrators, LLC, may prepare or assist us in preparing schedules, analyses, and confirmations we request and will locate any invoices or other documents selected by us for testing. The timely completion of this engagement is dependent, in part, upon your staff providing the information in a timely manner.

The audit documentation for this engagement is the property of Calibre CPA Group, PLLC, and constitutes confidential information. However, we may be requested to make certain audit documentation available to the U.S. Department of Labor pursuant to authority given to it by law. If requested, access to such audit documentation will be provided under the supervision of Calibre CPA Group, PLLC's personnel. Furthermore, upon request, we may provide copies of selected audit documentation to the U.S.

Department of Labor. The U.S. Department of Labor may intend, or decide, to distribute the copies of information contained therein to others, including other governmental agencies.

Joseph M. Herishen, CPA, is the engagement partner and is responsible for supervising the engagement and signing the report.

We estimate that our fees for these services will not exceed $18,000 ($4,500 increase over prior year). This 2024 fee cap adjustment reflects expanded industry audit procedures, applied to individual participant accounts. As a commitment to the Board of Trustee the December 31, 2025, audit fee cap will also be $18,000 (no increase over the 2024 fee cap)

Should the Trustees desire any additional accounting, tax or consulting services rendered outside of the scope of the annual audit, these services will be billed at the appropriate rate for the personnel used for the engagement, as outlined below.

Engagement Administration, Fees and Other (continued)

Our hourly rate structure is as follows: FYE December 31, 2024

Partners	$380.00
Managers	$280.00 to $300.00
Staff Accountants	$170.00 to $279.00

Our fees for these services will be based on the actual time spent at our standard hourly rates, plus out-of-pocket costs. Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to your audit. Our invoices for these services will be rendered as work progresses. Our invoices may be rendered as work progresses and are payable on presentation.

Reporting

We will issue a written report upon completion of our audit of the Plan's financial statements. Our report will be addressed to the Board of Trustees of the Western Pennsylvania Electrical Employees' Deferred Compensation Plan.

Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinion, add a separate section, or add an emphasis-of-matter or other-matter paragraph to our auditor's report, or if necessary, withdraw from this engagement. If our opinion is other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed an opinion, we may decline to express an opinion or withdraw from this engagement.

We appreciate the opportunity to be of service to you and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign the enclosed copy, and return it to us.

Sincerely,

Calibre CPA Group, PLLC

Calibre CPA Group, PLLC

RESPONSE:

This letter correctly sets forth the understanding of the Operating Engineers Local 77 Individual Account Plan.

Signed:________________________________ Signed:________________________________
Union Trustee Employer Trustee

Date: ________________________________ Date: ________________________________