

AMENDMENT NUMBER ONE
TO THE
HELLEBUSCH TOOL & DIE, INC. RETIREMENT PLAN

EFFECTIVE DATE: MARCH 1, 2018

The Hellebusch Tool & Die, Inc. Retirement Plan, originally effective May 1, 1989, and restated in its entirety effective January 1, 2015, is hereby amended as follows:

By deleting the elections made in Section 12. of the Adoption Agreement to the above-referenced Plan in their entireties and by substituting in lieu thereof the following:

12. CONTRIBUTION TYPES

The selections made below must correspond with the selections made under the Contributions and Allocations Section of this Adoption Agreement.

FROZEN PLAN OR CONTRIBUTIONS HAVE BEEN SUSPENDED (Plan Section 4.1(c)) (optional)

a. ☐ This is a frozen Plan (i.e., all contributions cease) (if this is a temporary suspension, select a.2):

1. ☐ All contributions ceased as of, or prior to, the effective date of this amendment and restatement and the prior Plan provisions are not reflected in this Adoption Agreement (may enter effective date at 3. below and/or select contributions at b. - h. (optional), skip questions 13-19 and 23-31)
2. ☐ All contributions ceased or were suspended and the prior Plan provisions are reflected in this Adoption Agreement (must enter effective date at 3. below and select contributions at b. - h.)

Effective date

3. ☐ as of _____ (effective date is optional unless a.2. has been selected above or this is the amendment or restatement to freeze the Plan).

CONTRIBUTIONS

The Plan permits the following contributions (select one or more):

b. ☒ **Elective Deferrals** (Question 25). Also select below if Roth Elective Deferrals are permitted.

1. ☒ Roth Elective Deferrals (Plan Section 1.73)

c. ☐ **401(k) "ADP test safe harbor contributions"** (Question 27)

1. ☐ **401(k) "ADP test safe harbor contributions"** (other than QACA "ADP test safe harbor contributions") (Match, Nonelective)

2. ☐ **QACA "ADP test safe harbor contributions"**

d. ☒ **Employer matching contributions** (Question 28)

e. ☒ **Employer Nonelective profit sharing contributions** (includes "prevailing wage contributions") (Questions 29-30)

f. ☒ **Rollover contributions** (Question 47)

g. ☒ **After-tax voluntary Employee contributions** (Question 48)

h. ☐ **SIMPLE 401(k) contributions** (Plan Section 13.1) (may not be selected with 12.c., 12.d., 12.e. or 12.g.)

By deleting the elections made in Section 25. of the Adoption Agreement to the above-referenced Plan in their entireties and by substituting in lieu thereof the following:

25. SALARY DEFERRAL ARRANGEMENT - ELECTIVE DEFERRALS (Plan Section 12.2) (skip if Elective Deferrals NOT selected at Question 12.b.) (Roth Elective Deferrals are permitted if selected at Question 12.b.1)

A. Elective Deferral limit. Each Participant may elect to have Compensation deferred by:

- a. ☐ up to _____%
- b. ☐ from _____% (may not be less than 1%) to _____%
- c. ☒ up to the maximum amount allowed by law (i.e., Code §§402(g) and 415)

B. Additional Elective Deferral limits. Regardless of the above limits (if any), the following apply (select all that apply; leave blank if none apply):

- d. ☐ A Participant may make a separate election to defer up to _____% of any irregular pay (e.g., bonus)
- e. ☐ For Participants who are HCEs determined as of the beginning of a Plan Year, then instead of 25.A. applying, the Elective Deferral limit is (must be equal to or lower than limit selected in 25.A.; may not be selected if HCEs are excluded at 13.g.1 or 13.g.2):
 1. ☐ _____% of Compensation

2. ☐ the percentage equal to the Elective Deferral limit in effect under Code §402(g)(3) for the calendar year that begins with or within the Plan Year divided by the annual compensation limit in effect for the Plan Year under Code §401(a)(17)
3. ☐ other: _____ (e.g., must be a specific limit that only applies to some or all HCEs)
- C. **Catch-Up Contributions** (Plan Section 1.15). May eligible Participants make Catch-Up Contributions?
- f. ☐ No (skip to D. below)
- g. ☒ Yes, and the following provisions apply:
- Matching Catch-Up Contributions.** Will Catch-Up Contributions be taken into account in applying any matching contribution under the Plan?
1. ☒ Yes
2. ☐ No (may not be selected if this Plan provides for matching "ADP test safe harbor contributions" or "ACP test safe harbor matching contributions")
- Special effective date** (may be left blank if effective date is same as the Plan or Restatement Effective Date)
3. ☒ The effective date of the Catch-Up Contribution provisions is January 1, 2002 (enter special effective date)
- Applying limits.** If the amount of Elective Deferrals that may be made to the Plan is limited in A. and/or B. above, are Catch-Up Contributions aggregated with other Elective Deferrals in applying such limits?
4. ☒ No or N/A (there are no limits or Catch-Up Contributions may be made in addition to any imposed limits)
5. ☐ Yes (if selected, the limits in A. and/or B. must not be less than 75% of Compensation)
- D. **Elective Deferral special effective date** (may be left blank if effective date is same as the Plan or Restatement Effective Date)
- h. ☐ The effective date of the Elective Deferral component (Pre-Tax) of the Plan is _____ (enter month day, year; may not be earlier than the date on which the Employer first adopts the Elective Deferral component (Pre-Tax) of the Plan).
- i. ☒ The effective date of the Elective Deferral component (Roth) of the Plan is March 1, 2018 (enter month day, year; may not be earlier than the date on which the Employer first adopts the Elective Deferral component (Roth) of the Plan).
- E. **Deferral Procedure.** Participants may commence elective deferrals on the effective date of participation.
- Deferral Modifications.** Participants may modify elective deferral elections:
- j. ☒ as of each payroll period
- k. ☐ on the first day of each month
- l. ☐ on the first day of each Plan Year quarter
- m. ☐ on the first day of the Plan Year or the first day of the 7th month of the Plan Year
- n. ☐ other: _____ (must be at least once each calendar year)
- Irregular pay (e.g., bonuses).** Unless selected below, A Participant's existing elective deferral election will apply to irregular pay (provided such irregular pay is Compensation for Elective Deferral purposes and the Participant does not make an alternative election with respect to such pay).
- o. ☐ A Participant's existing elective deferral election will not apply to irregular pay unless an Affirmative Election is made with respect to such irregular pay.

By deleting the elections made in Section 37. of the Adoption Agreement to the above-referenced Plan in their entireties and by substituting in lieu thereof the following:

37. **HARDSHIP DISTRIBUTIONS** (Plan Sections 6.12 and/or 12.10)
- a. ☐ Hardship distributions are NOT permitted (skip to Question 38).
- b. ☒ Hardship distributions are permitted from the following Participant Accounts:
1. ☐ all Accounts
2. ☒ only from the following Accounts (select one or more):
- a. ☒ Pre-Tax Elective Deferral Account
- b. ☒ Roth Elective Deferral Account
- c. ☐ Account(s) attributable to Employer matching contributions
- d. ☐ Account attributable to Employer Nonelective profit sharing contributions
- e. ☐ Rollover Account
- f. ☐ Roth Rollover Account
- g. ☐ Transfer Account (other than amounts attributable to a pension plan)
- h. ☐ Other: _____ (specify Account(s) and conditions in a manner that is definitely determinable and not subject to Employer discretion)

NOTE: Distributions from a Participant's Elective Deferral Account are limited to the portion of such Account attributable to such Participant's Elective Deferrals (and earnings attributable thereto up to December 31, 1988). Hardship distributions are NOT permitted from a Participant's Qualified Nonelective Contribution Account, Qualified Matching Contribution Account, Accounts attributable to "ADP test safe harbor contributions" or Transfer Account attributable to pension assets (e.g., from a money purchase pension plan).

Additional limitations. The following limitations apply to hardship distributions:

3. ☐ N/A (no additional limitations)
4. ☒ Additional limitations (select one or more):
 - a. ☐ The minimum amount of a distribution is \$ _____ (may not exceed \$1,000).
 - b. ☐ No more than _____ distribution(s) may be made to a Participant during a Plan Year.
 - c. ☐ Distributions may only be made from Accounts which are fully Vested.
 - d. ☒ A Participant does not include a Former Employee at the time of the hardship distribution.
 - e. ☐ Hardship distributions may be made subject to the following provisions: _____ (must be definitely determinable and not subject to Employer discretion).

Beneficiary Hardship. Hardship distributions for Beneficiary expenses are NOT allowed unless otherwise selected below.

5. ☐ Hardship distributions for expenses of Beneficiaries are allowed
Special effective date
 - a. ☐ effective as of _____ (if this is a PPA restatement, enter the date such distributions were allowed but no earlier than August 17, 2006)

Safe harbor hardship rules. Will the safe harbor hardship rules of Plan Section 12.10 apply to hardship distributions from all Accounts?

6. ☒ Yes. The provisions of Plan Section 12.10 apply to all hardship distributions.
7. ☐ No. The provisions of Plan Section 6.12 apply to hardship distributions from all Accounts other than a Participant's Elective Deferral Account.
8. ☐ No. The provisions of Plan Section 6.12 apply to all hardship distributions.

By deleting the elections made in Section 38. of the Adoption Agreement to the above-referenced Plan in their entireties and by substituting in lieu thereof the following:

38. **IN-SERVICE DISTRIBUTIONS (Plan Section 6.11)**

- a. ☐ In-service distributions are NOT permitted (except as otherwise selected for Hardship Distributions).
- b. ☒ In-service distributions may be made to a Participant who has not separated from service provided any of the following conditions have been satisfied (select one or more):
 1. ☒ Age
 - a. ☒ the Participant has attained age 59 1/2
 - b. ☐ the Participant has reached Normal Retirement Age
 2. ☐ the Participant has been a Participant in the Plan for at least _____ years (may not be less than five (5))
 3. ☐ the amounts being distributed have accumulated in the Plan for at least 2 years
 4. ☐ other: _____ (must satisfy the definitely determinable requirement under Regulations §401-1(b); may not be subject to Employer discretion; must be nondiscriminatory; and must be limited to a combination of items b.1. – b.3. or a Participant's disability)

More than one condition. If more than one condition is selected above, then a Participant only needs to satisfy one of the conditions, unless selected below:

5. ☐ A Participant must satisfy each condition

NOTE: Regardless of any elections above, distributions from a Participant's Elective Deferral Account, Qualified Matching Contribution Account, Qualified Nonelective Contribution Account and Accounts attributable to "ADP test safe harbor contributions" are subject to restrictions and generally may not be distributed prior to age 59 1/2. Distributions from a Transfer Account attributable to a pension plan (e.g., a money purchase pension plan) are not permitted prior to age 62.

Account restrictions. In-service distributions are permitted from the following Participant Accounts:

6. ☐ all Accounts
7. ☒ only from the following Accounts (select one or more):
 - a. ☒ Pre-Tax Elective Deferral Account
 - b. ☒ Roth Elective Deferral Account
 - c. ☒ Account(s) attributable to Employer matching contributions (includes matching "ADP test safe harbor contributions")
 - d. ☒ Account attributable to Employer Nonelective profit sharing contributions
 - e. ☒ Qualified Nonelective Contribution Account (includes nonelective "ADP test safe harbor contributions")
 - f. ☒ Rollover Account
 - g. ☒ Roth Rollover Account
 - h. ☒ Transfer Account attributable to (select one or both):
 1. ☒ non-pension assets
 2. ☒ pension assets (e.g., from a money purchase pension plan)
 - i. ☐ Other: _____ (specify Account(s) and conditions in a manner that is definitely determinable and not subject to Employer discretion)

Limitations. The following limitations apply to in-service distributions:

8. ☒ N/A (no additional limitations)
9. ☐ Additional limitations (select one or more):
- a. ☐ The minimum amount of a distribution is \$_____ (may not exceed \$1,000).
 - b. ☐ No more than _____ distribution(s) may be made to a Participant during a Plan Year.
 - c. ☐ Distributions may only be made from Accounts which are fully Vested.
 - d. ☐ Distributions from the Roth Elective Deferral Account (38.b.6. or 38.b.7.b. selected), may only be made if the distribution is a "qualified distribution."
 - e. ☐ In-service distributions may be made subject to the following provisions: _____ (must be definitely determinable and not subject to discretion).

By making an election in Section 40. of the Adoption Agreement to the above-referenced Plan as follows:

40. **IN-PLAN ROTH ROLLOVER CONTRIBUTIONS** (Plan Section 12.11) (skip if Roth Elective Deferrals NOT selected at Question 12.b.1.)

- a. ☒ In-Plan Roth rollover contributions are NOT permitted (skip to Question 41).
- b. ☐ In-Plan Roth rollover contributions are permitted according to the following provisions.
Special effective date. (may be left blank if same as Plan or Restatement Effective Date)
1. ☐ _____ (if this is a PPA restatement and the provisions were effective prior to the Restatement Effective Date, then enter the date such provisions were first effective; may not be earlier than September 28, 2010)

Eligibility and type of rollover. Any Participant may elect an in-Plan Roth rollover contribution by direct rollover except as selected below (select all that apply; leave blank if none apply):

- c. ☐ **In-service distribution only.** Only Participants who are Employees may elect an in-Plan Roth rollover contribution. (if not selected, Terminated Participants may make an in-Plan Roth rollover contribution but only when entitled to an actual cash distribution)
- d. ☐ **No transfer of loans.** Loans may not be distributed as part of an in-Plan Roth rollover contribution. (if not selected, **any loans may be transferred**)

In-service distribution provisions. The Employer elects the following regarding in-service distributions from the Plan solely for purposes of making an in-Plan Roth rollover contribution:

- e. ☐ N/A (Plan's existing in-service distribution provisions apply) (may only be selected if Plan permits in-service distributions; skip to Question 41)
- f. ☐ In-service distribution provisions. The Employer elects to permit in-service distributions as follows solely for purposes of making an in-Plan Roth rollover contribution (select one or more):
- 1. ☐ the Participant has attained age _____
 - 2. ☐ the Participant has _____ months of participation (specify minimum of 60 months)
 - 3. ☐ the amounts being distributed have accumulated in the Plan for at least _____ years (at least 2)
 - 4. ☐ other (describe): _____ (must satisfy the definitely determinable requirement under Regulations §401-1(b); may not be subject to Employer discretion; must be nondiscriminatory; and must be limited to a combination of items f.1. – f.3. or a Participant's disability)

More than one condition. If more than one condition is selected above, then a Participant only needs to satisfy one of the conditions, unless selected below:

5. ☐ A Participant must satisfy each condition

NOTE: Regardless of any election above to the contrary, in-Plan Roth rollover contributions are not permitted from a Participant's Elective Deferral Account, Qualified Matching Contribution Account, Qualified Nonelective Contribution Account and Accounts attributable to "ADP test safe harbor contributions" prior to age 59 1/2. Distributions from a Transfer Account attributable to a pension plan (e.g., a money purchase pension plan) are not permitted prior to age 62.

Source of in-Plan Roth rollover contribution. Plan permits a direct rollover from the following qualifying sources:

6. ☐ all Accounts
7. ☐ only from the following qualifying sources (select one or more):
- a. ☐ Pre-Tax Elective Deferral Account
 - b. ☐ Account(s) attributable to Employer matching contributions (includes safe harbor match contributions)
 - c. ☐ Account attributable to Employer Nonelective profit sharing contributions
 - d. ☐ Qualified Nonelective Contribution Account (includes Nonelective contributions)
 - e. ☐ Rollover Account
 - f. ☐ Transfer Account
 - g. ☐ Other: _____ (specify Account(s) and conditions in a manner that is definitely determinable and not subject to Employer discretion; e.g., a Participant's Pre-Tax Deferral Account or Matching Contribution Account, but not the Participant's Nonelective Contribution Account)

Other limitations on direct in-Plan Roth rollover contribution (leave blank if none apply)8. ☐ The following limitations apply (select one or more):

- a. ☐ The minimum amount that may be rolled over is \$_____ (may not exceed \$1,000).
- b. ☐ Distributions may only be made from Accounts which are fully Vested.
- c. ☐ In-service distributions may be made subject to the following provisions:
_____ (describe - must be definitely determinable and not subject to discretion).

Withholding. If the Plan does not permit an actual distribution upon the event triggering the right to elect the in-Plan Roth rollover contribution, then a Participant may not elect to have a portion of the amount that may be distributed as an in-Plan Roth rollover contribution distributed for tax withholding purposes unless selected below (leave blank if not applicable):

9. ☐ **Distribution for withholding.** A Participant may elect to have a portion of the amount that may be distributed as an in-Plan Roth rollover contribution distributed solely for purposes of federal or state income tax withholding related to the in-Plan Roth rollover contribution.

By deleting the elections made in Section 47. of the Adoption Agreement to the above-referenced Plan in their entireties and by substituting in lieu thereof the following:

47. ROLLOVERS (Plan Section 4.6) (skip if rollover contributions are NOT selected at 12.f.)

Eligibility. Rollovers may be accepted from all Participants who are Employees as well as the following (select all that apply; leave blank if not applicable):

- a. ☒ Any Eligible Employee, even prior to meeting eligibility conditions to be a Participant
- b. ☐ Participants who are Former Employees

Distributions. When may distributions be made from a Participant's Rollover Account?

- c. ☒ At any time
- d. ☐ Only when the Participant is otherwise entitled to a distribution under the Plan

Distributions. When may distributions be made from a Participant's Roth Rollover Account?

- e. ☐ N/A (Plan does not permit Roth rollovers)
- f. ☒ At any time
- g. ☐ Only when the Participant is otherwise entitled to a distribution under the Plan

By deleting the elections made in Section C.b. of Appendix A of the Adoption Agreement to the above-referenced Plan as follows:

APPENDIX A SPECIAL EFFECTIVE DATES AND OTHER PERMITTED ELECTIONS

C. Administrative Procedures (the following optional administrative provisions):

b. ☒ **Rollover limitations.** If the Plan permits rollovers (12.f. is selected), indicate the sources/types of rollovers that will be accepted (select one or more).

1. ☒ **Direct rollovers.** Unless otherwise indicated below, the Plan will accept a direct rollover of an eligible rollover distribution, excluding after-tax employee contributions and Roth Elective Deferrals, from any plan types in a. – f.:
 - a. ☒ permitted from a qualified plan described in Code §401(a) (including a 401(k) plan, profit sharing plan, defined benefit plan, stock bonus plan and money purchase plan)
 - b. ☒ permitted from a plan described in Code §403(a) (an annuity plan)
 - c. ☒ permitted from a plan described in Code §403(b) (a tax-sheltered annuity)
 - d. ☒ permitted from a governmental plan described in Code §457(b) (eligible deferred compensation plan)
 - e. ☐ include after-tax employee contributions from any plan type permitted
 - f. ☒ if the Plan permits Roth Elective Deferrals (12.b.1. is selected), include Roth Elective Deferrals from any plan type permitted
2. ☒ **Participant rollover contributions from other plans (i.e., not via a direct rollover).** Unless otherwise indicated below, the Plan will accept a participant rollover contribution of an eligible rollover distribution, excluding Roth Elective Deferrals, from any plan types in a. – e.:
 - a. ☒ permitted from a qualified plan described in Code §401(a) (including a 401(k) plan, profit sharing plan, defined benefit plan, stock bonus plan and money purchase plan)
 - b. ☒ permitted from a plan described in Code §403(a) (an annuity plan)
 - c. ☒ permitted from a plan described in Code §403(b) (a tax-sheltered annuity)
 - d. ☒ permitted from a governmental plan described in Code §457(b) (eligible deferred compensation plan)
 - e. ☒ if the Plan permits Roth Elective Deferrals (12.b.1. is selected), include only the taxable portion of a nonqualified Roth distribution from any plan type permitted

3. [X] **Participant Rollover Contributions from IRAs:** The Plan will accept a rollover contribution of the portion of a distribution from a traditional IRA that is eligible to be rolled over and would otherwise be includible in gross income. Rollovers from Roth IRAs or a Coverdell Education Savings Account (formerly known as an Education IRA) are not permitted because they are not traditional IRAs. A rollover from a SIMPLE IRA is allowed if the amounts are rolled over after the individual has been in the SIMPLE IRA for at least two years.

Hellebusch Tool & Die, Inc. has caused its name to be signed by its duly authorized officer to evidence adoption of this plan amendment as of the date designated below.

Employer/Plan Administrator

Hellebusch Tool & Die, Inc.

By: JEFFREY HELLEBUSCH
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Vice President

Title:

Date: 2/16/2018 | 9:01 AM EST