

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2018</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2018 or fiscal plan year beginning <u>10/01/2018</u> and ending <u>09/30/2019</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information				
1a Name of plan <u>GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>003</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>10/01/1950</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>003</u>	1c Effective date of plan <u>10/01/1950</u>	
1b Three-digit plan number (PN) ▶	<u>003</u>				
1c Effective date of plan <u>10/01/1950</u>					
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>GENERAL MOTORS LLC</u> <div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <u>300 RENAISSANCE CENTER</u> <u>MC 482-C33-A68</u> <u>DETROIT, MI 48265</u> </div> <div style="width: 45%;"> <u>300 RENAISSANCE CENTER</u> <u>MC 482-C33-A68</u> <u>DETROIT, MI 48265</u> </div> </div>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>27-0383222</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>800-489-4646</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>336100</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>27-0383222</u>	2c Plan Sponsor's telephone number <u>800-489-4646</u>	2d Business code (see instructions) <u>336100</u>	
2b Employer Identification Number (EIN) <u>27-0383222</u>					
2c Plan Sponsor's telephone number <u>800-489-4646</u>					
2d Business code (see instructions) <u>336100</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	07/08/2020	CHRISTINE GONYEA
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2018)
v. 171027

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 396246
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	<div style="background-color: #cccccc; height: 20px; width: 100%;"></div> 6a(1) 27366 6a(2) 26054 6b 256749 6c 17020 6d 299823 6e 84809 6f 384632 6g 6h
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7

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

1B 3H

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

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1)** ☒ **R** (Retirement Plan Information)
- (2)** ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3)** ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☐ **A** (Insurance Information)
- (4)** ☒ **C** (Service Provider Information)
- (5)** ☒ **D** (DFE/Participating Plan Information)
- (6)** ☒ **G** (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2018 Form M-1 annual report. If the plan was not required to file the 2018 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2018</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2018 or fiscal plan year beginning 10/01/2018 and ending 09/30/2019	
Round off amounts to nearest dollar.	
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN	B Three-digit plan number (PN) 003
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF GENERAL MOTORS LLC	D Employer Identification Number (EIN) 27-0383222
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information			
1	Enter the valuation date: Month 10 Day 01 Year 2018			
2	Assets:			
a	Market value	2a	52018266180	
b	Actuarial value	2b	53797460587	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a	For retired participants and beneficiaries receiving payment	350160	43595414249	43595414249
b	For terminated vested participants	18720	533992550	533992550
c	For active participants	27366	3425669073	3918895766
d	Total	396246	47555075872	48048302565
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a	Funding target disregarding prescribed at-risk assumptions	4a		
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	5.53 %	
6	Target normal cost	6	295473840	

Statement by Enrolled Actuary	
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.	
SIGN HERE	
MARY E GIBBON	05/01/2020
Signature of actuary	Date
WILLIS TOWERS WATSON US LLC	20-06921
Type or print name of actuary	Most recent enrollment number
800 NORTH GLEBE ROAD ARLINGTON, VA 22203	703-258-8163
Firm name	Telephone number (including area code)
Address of the firm	

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	6062760009	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	214933874	
9 Amount remaining (line 7 minus line 8)	5847826135	0
10 Interest on line 9 using prior year's actual return of <u>1.77</u> %	103506523	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.73</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	5951332658	0

Part III Funding Percentages

14 Funding target attainment percentage	14	99.57%
15 Adjusted funding target attainment percentage	15	111.96%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	112.16%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 3.92%	2nd segment: 5.52%	3rd segment: 6.29%	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions)	Prior regulation:	☐ Prescribed - combined	☐ Prescribed - separate	☒ Substitute
	Current regulation:	☐ Prescribed - combined	☐ Prescribed - separate	☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	295473840	
b Excess assets, if applicable, but not greater than line 31a	31b		
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment			
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	295473840	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	295473840		295473840
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b		
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:	
a Schedule elected	☐ 2 plus 7 years ☐ 15 years
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2018
		This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 10/01/2018 and ending 09/30/2019	
A Name of plan GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN	B Three-digit plan number (PN) ▶ 003
C Plan sponsor's name as shown on line 2a of Form 5500 GENERAL MOTORS LLC	D Employer Identification Number (EIN) 27-0383222

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
SEE ATTACHED PDF REPORT	SEE ATTACHED PDF REPORT FOR PART I, LINE 1 DISCLOSURES, MI 00000

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

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

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

SEE ATTACHED PDF REPORT
FOR PART I, LINE 2
DISCLOSURES, MI 00000

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

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
SEE ATTACHED PDF REPORT FOR PART I, LINE 3 DISCLOSURES, MI 00000		

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
SEE ATTACHED PDF REPORT FOR PART II, LINE 4 DISCLOSURES, MI 00000		
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2018 This Form is Open to Public Inspection.
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For calendar plan year 2018 or fiscal plan year beginning 10/01/2018 and ending 09/30/2019

A Name of plan <u>GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>003</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>GENERAL MOTORS LLC</u>	D Employer Identification Number (EIN) <u>27-0383222</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>ALL WEATHER PORTFOLIO LIMITED</u>			
b Name of sponsor of entity listed in (a): <u>ALL WEATHER PORTFOLIO LIMITED</u>			
c EIN-PN <u>98-0501379-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>186610850</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MARKET ADVANTAGE LTD.</u>			
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY NA</u>			
c EIN-PN <u>98-0655535-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>223235348</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MARKET ADVANTAGE II, LTD.</u>			
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY NA</u>			
c EIN-PN <u>94-3112180-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>448275137</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>BRIDGEWATER OPTIMAL PORTFOLIO, LTD.</u>			
b Name of sponsor of entity listed in (a): <u>BRIDGEWATER OPTIMAL PORTFOLIO, LTD.</u>			
c EIN-PN <u>98-1101915-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>447437440</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>BRIDGEWATER ST INVESTMENT FUND II</u>			
b Name of sponsor of entity listed in (a): <u>BRIDGEWATER ST INVESTMENT FUND II</u>			
c EIN-PN <u>16-1675706-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>51612088</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>FIRST PLAZA GROUP TRUST</u>			
b Name of sponsor of entity listed in (a): <u>GENERAL MOTORS INVESTMENT MANAGEMENT CORP</u>			
c EIN-PN <u>25-6295264-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>4572304629</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>FIRST PLAZA GROUP TRUST II</u>			
b Name of sponsor of entity listed in (a): <u>GENERAL MOTORS INVESTMENT MANAGEMENT CORP</u>			
c EIN-PN <u>26-6389533-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>50954845</u>	

a Name of MTIA, CCT, PSA, or 103-12 IE: WHITE PLAZA GROUP TRUST

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

c EIN-PN 11-3317084-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 5871769897
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a Name of MTIA, CCT, PSA, or 103-12 IE: GMAM GROUP PENSION I

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

c EIN-PN 01-0719298-001	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1277135
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a Name of MTIA, CCT, PSA, or 103-12 IE: GMAM GROUP PENSION TRUST III

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

c EIN-PN 01-6231432-001	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 746670090
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a Name of MTIA, CCT, PSA, or 103-12 IE: GMAM INVESTMENT FUNDS TRUST

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

c EIN-PN 13-3160892-001	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1783658217
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

<div>SCHEDULE G (Form 5500) Department of Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration</div>	<div>Financial Transaction Schedules</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2018</div> <div>This Form is Open to Public Inspection.</div>
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For calendar plan year 2018 or fiscal plan year beginning 10/01/2018 and ending 09/30/2019	
<div>A Name of plan GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN</div>	<div>B Three-digit plan number (PN) ► 003</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500 GENERAL MOTORS LLC</div>	<div>D Employer Identification Number (EIN) 27-0383222</div>

Part I	<div>Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible</div> <div>Complete as many entries as needed to report all loans or fixed income obligations in default or classified as uncollectible. Check box (a) if obligor is known to be a party in interest. Attach Overdue Loan Explanation for each loan listed. See Instructions.</div>
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(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐	PACIFIC GAS AND ELECTRIC COMPANY 77 BEALE STREET SAN FRANCISCO, CA 94117	SR. UNSECURED NOTE, 4.75%, DUE FEB. 2024 ISSUER FILED CHAPTER 11 BANKRUPTCY PROTECTION ON JAN. 29, 2019

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
1950000	0	0	1950000	1950000	46313

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐	PACIFIC GAS AND ELECTRIC COMPANY 77 BEALE STREET SAN FRANCISCO, CA 94117	SR. UNSECURED NOTE, 2.95%, DUE MARCH 2026 ISSUER FILED CHAPTER 11 BANKRUPTCY PROTECTION ON JAN. 29, 2019

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
2200000	0	0	2200000	2200000	32450

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐	PACIFIC GAS AND ELECTRIC COMPANY 77 BEALE STREET SAN FRANCISCO, CA 94117	SR. UNSECURED NOTE, 3.85%, DUE NOV. 2023 ISSUER FILED CHAPTER 11 BANKRUPTCY PROTECTION ON JAN. 29, 2019

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
6050000	0	128013	6050000	6050000	0

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year			Amount overdue
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year			Amount overdue
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year			Amount overdue
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year			Amount overdue
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year			Amount overdue
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

Part II Schedule of Leases in Default or Classified as Uncollectible

Complete as many entries as needed to report all leases in default or classified as uncollectible. Check box (a) if lessor or lessee is known to be a party in interest. Attach Overdue Lease Explanation for each lease listed. (See instructions)

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

Part III Nonexempt Transactions

Complete as many entries as needed to report all nonexempt transactions. **Caution:** If a nonexempt prohibited transaction occurred with respect to a disqualified person, file Form 5330 with the IRS to pay the excise tax on the transaction.

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2018
		This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 10/01/2018 and ending 09/30/2019		
A Name of plan GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN	B Three-digit plan number (PN) ►	003
C Plan sponsor's name as shown on line 2a of Form 5500 GENERAL MOTORS LLC	D Employer Identification Number (EIN) 27-0383222	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	210071133	137412894
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	442192926	512190045
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	18437904	80996441
(2) U.S. Government securities	1c(2)	10127575558	12065235307
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	9307653143	10267197125
(B) All other.....	1c(3)(B)	13518288117	13051128587
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	10369800	10277400
(B) Common.....	1c(4)(B)	2399579973	2171489075
(5) Partnership/joint venture interests	1c(5)	515642742	595124197
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	10842569362	10495029371
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	2867946642	2531605442
(12) Value of interest in 103-12 investment entities.....	1c(12)	1232639380	1357170863
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	3498213	1001610
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)	648769321	599795983

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	60509682	92101603
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	52205743896	53967755943

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	187477716	372478077
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	187477716	372478077

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	52018266180	53595277866
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	122255	
(B) U.S. Government securities	2b(1)(B)	310220450	
(C) Corporate debt instruments	2b(1)(C)	982290035	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	29771277	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1322404017
(2) Dividends: (A) Preferred stock	2b(2)(A)	572250	
(B) Common stock	2b(2)(B)	59857163	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		60429413
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	63230189259	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	62113959079	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		1116230180
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	3260380192	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		3260380192

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		537503075
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		-58618165
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		128357012
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-136841
c Other income	2c		9774023
d Total income. Add all income amounts in column (b) and enter total	2d		6376322906

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4548103625	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		4548103625
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	4685835	
(2) Contract administrator fees	2i(2)	19221577	
(3) Investment advisory and management fees	2i(3)	61446940	
(4) Other	2i(4)	164846762	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		250201114
j Total expenses. Add all expense amounts in column (b) and enter total	2j		4798304739

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		1578018167
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		1006481

Part III Accountant's Opinion

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

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

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☐ Yes ☒ No

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

(1) Name: ERNST & YOUNG LLP

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

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

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b	X		10200000

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		150000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....	4g	X		6161843749
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?.....	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

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

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
GENERAL MOTORS SALARIED RETIREMENT PROGRAM	27-0383222	016

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4210266. (See instructions.)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2018 This Form is Open to Public Inspection.
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For calendar plan year 2018 or fiscal plan year beginning 10/01/2018 and ending 09/30/2019

A Name of plan <u>GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>GENERAL MOTORS LLC</u>	D Employer Identification Number (EIN) <u>27-0383222</u>

Part I	Distributions
---------------	----------------------

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions	1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-3275867</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	<u>0</u>

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☒ N/A

Part III	Amendments
-----------------	-------------------

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

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

Schedule R (Form 5500) 2018
v. 171027

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year

b The plan year immediately preceding the current plan year

c The second preceding plan year

14a**14b****14c**

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

a The corresponding number for the plan year immediately preceding the current plan year

b The corresponding number for the second preceding plan year

15a**15b**

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

a Enter the number of employers who withdrew during the preceding plan year

b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers

16a**16b**

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

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

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

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: 12.0% Investment-Grade Debt: 64.0% High-Yield Debt: 0.0% Real Estate: 6.0% Other: 18.0%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☒ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate line 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):



GENERAL MOTORS
HOURLY-RATE EMPLOYEES PENSION PLAN

Employer ID: 27-0383222

Plan Number: 003

Financial Statements as of September 30, 2019 and 2018 and for the
Year Ended September 30, 2019

Supplemental Schedules as of and for the Year Ended September 30, 2019
and Report of Independent Auditors

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

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Report of Independent Auditors

Plan Administrator and Participants General Motors Hourly-Rate Employees Pension Plan

We have audited the accompanying financial statements of the General Motors Hourly-Rate Employees Pension Plan, which comprise the statements of net assets available for benefits and the statements of accumulated plan benefits as of September 30, 2019 and 2018, and the related statement of changes in net assets available for benefits and the statement of changes in accumulated plan benefits for the year ended September 30, 2019, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial status of the General Motors Hourly-Rate Employees Pension Plan at September 30, 2019 and 2018, and the changes in its financial status for the year ended September 30, 2019, in conformity with U.S. generally accepted accounting principles.

Supplemental Schedules

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplemental schedules of assets (held at year end) and loans or fixed income obligations in default or classified as uncollectible as of September 30, 2019, and reportable transactions for the year then ended are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Ernst & Young LLP

June 23, 2020

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF SEPTEMBER 30, 2019 AND 2018 (in thousands)

	<u>2019</u>	<u>2018</u>
Assets		
Cash	\$ 137,413	\$ 210,071
Investments at estimated fair value:		
Interests in Investment Trusts	10,495,030	10,842,569
Interests in Master Trusts:		
GMAM I	1,277	1,666
GMAM III	746,670	852,467
GIFT	1,783,658	2,013,814
Directly held investments:		
Equity securities	2,111,349	2,353,206
Debt securities	36,039,969	33,651,948
Investment funds (measured at NAV)	1,479,737	1,359,785
Real estate and private equity investments (measured at NAV)	468,737	372,399
Other investments, net	191,726	105,626
Receivables:		
Due from brokers for securities sold	191,637	98,784
Accrued investment income and other	320,553	343,409
Total assets	<u>53,967,756</u>	<u>52,205,744</u>
Liabilities		
Payable to brokers for securities purchased	335,709	147,672
Accrued administrative expenses and other	36,769	39,806
Total liabilities	<u>372,478</u>	<u>187,478</u>
Net assets available for benefits	<u><u>\$ 53,595,278</u></u>	<u><u>\$ 52,018,266</u></u>

See notes to financial statements.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

FOR THE YEAR ENDED SEPTEMBER 30, 2019

(in thousands)

	<u>2019</u>
Additions	
Investment income (loss):	
Net investment income from Investment Trusts	\$ 537,503
Net investment loss from Master Trusts:	
GMAM I	(235)
GMAM III	(21,161)
GIFT	(37,222)
Net realized and unrealized gain from directly held investments	4,504,831
Interest and dividend income	1,382,833
Other income, net	9,774
Total additions	<u>6,376,323</u>
Deductions	
Benefits paid to participants	4,548,104
Administrative expenses	250,201
Total deductions	<u>4,798,305</u>
Transfers out	<u>(1,006)</u>
Net increase	1,577,012
Net assets available for benefits	
Beginning of year	52,018,266
End of year	<u><u>\$ 53,595,278</u></u>

See notes to financial statements.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

STATEMENTS OF ACCUMULATED PLAN BENEFITS

AS OF SEPTEMBER 30, 2019 AND 2018

(in thousands)

	<u>2019</u>	<u>2018</u>
Actuarial present value of accumulated Plan benefits		
Vested benefits:		
Participants currently receiving payments	\$ 50,193,876	\$ 47,797,677
Non-retired participants	5,054,960	4,308,414
Terminated vested and transferred participants	<u>998,688</u>	<u>853,696</u>
Total vested benefits	56,247,524	52,959,787
Non-vested benefits	<u>730,508</u>	<u>617,178</u>
Total	<u><u>\$ 56,978,032</u></u>	<u><u>\$ 53,576,965</u></u>

STATEMENT OF CHANGES IN ACCUMULATED PLAN BENEFITS

FOR THE YEAR ENDED SEPTEMBER 30, 2019

(in thousands)

	<u>2019</u>
Actuarial present value of accumulated Plan benefits, beginning of year	<u>\$ 53,576,965</u>
Increase (decrease) during the year attributable to:	
Benefits accumulated	168,622
Interest	2,170,113
Benefits paid	(4,548,104)
Changes in actuarial assumptions	5,826,323
Experience gain	<u>(215,887)</u>
Net increase	<u>3,401,067</u>
Actuarial present value of accumulated Plan benefits, end of year	<u><u>\$ 56,978,032</u></u>

See notes to financial statements.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Description of the Plan

The following description of the General Motors Hourly-Rate Employees Pension Plan (“Plan”) provides only general information. The plan sponsor is General Motors LLC (“GM LLC”, “GM” or “Company”), an indirect wholly owned subsidiary of General Motors Company (“GM Company”). Participants should refer to the Plan document for a more complete description of the Plan’s provisions. The Plan is subject to the requirements of the Employee Retirement Income Security Act of 1974 (“ERISA”) and the Internal Revenue Code (“IRC”), as amended.

General

The Plan is a collectively bargained defined benefit pension plan covering substantially all GM hourly-rate employees in the United States hired before October 1, 2007. Benefits provided under the Plan are based on an employee’s credited service and generally vest after five years.

GM and the United Automobile, Aerospace and Agricultural Implement Workers of America International Union (“UAW”) entered into a new four-year labor agreement that was ratified on October 25, 2019 (“2019 National Agreement”). The 2019 National Agreement did not change any of the Plan’s benefit provisions or participant eligibility requirements.

The Investment Funds Committee (“IFC”) of the GM LLC Board of Managers is the named fiduciary of the Plan responsible for reviewing and approving on an annual basis the Plan’s investment allocation policy. General Motors Investment Management Corporation (“GMIMCo”) is the Plan’s named fiduciary for investment purposes. GMIMCo is an indirect wholly owned subsidiary of GM Company. State Street Bank and Trust Company (“State Street” or “Trustee”) serves as the Plan’s trustee.

GM Company Transformation Initiatives

During the fourth quarter of 2018, GM Company announced plans to accelerate measures to improve overall business performance which included the realignment of manufacturing capacity in response to market-related volume declines in passenger cars. This transformation initiative resulted in product being unallocated and the cessation of production at three U.S. manufacturing facilities (“Unallocated Plants”) that was substantially completed by September 30, 2019. A fourth manufacturing facility originally targeted for closure in early 2020 will remain open for vehicle production. Approximately 1,600 U.S. hourly employees were affected by the 2019 manufacturing facility closures and were either reassigned to other production facilities, entered lay-off status and received benefits under the GM/UAW supplemental unemployment benefit plan or retired. The affected employees were offered a special attrition program during the fourth quarter of 2019 as described in Note. 15 Subsequent Events.

Note 2. Significant Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS - (CONTINUED)

Note 2. Significant Accounting Policies (continued)

Use of Estimates

The preparation of the financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and accumulated plan benefits and the reported amounts of changes therein. Actual results could differ from those estimates.

Contributions

GM contributions are made periodically and are within the limits established by ERISA. Contributions made up to the earlier of the date the Plan's financial statements are available to be issued or eight and one-half months after the Plan year are recorded as contributions receivable or are otherwise recorded when received.

Payment of Benefits

Benefit payments are recorded when paid.

Administrative Expenses

Certain Plan administrative expenses were paid by the Company and such costs are not reflected in these financial statements.

Interests in Master Trusts and Investment Trusts

A portion of the Plan's investments were held in the GMAM Group Pension Trust I ("GMAM I"), GMAM Group Pension Trust III ("GMAM III") and GMAM Investment Funds Trust ("GIFT"), each a master trust (collectively, "Master Trusts"). The GM sponsored benefit plans that participated in the Master Trusts were the Plan and the General Motors Salaried Retirement Program ("Salaried Plan").

The Plan also owned beneficial interests in various group trusts ("Investment Trusts") which are managed by GMIMCo. The Investment Trusts permit commingling of the assets of more than one employee benefit plan for investment and administrative purposes, including plans of unrelated sponsors.

The Master Trusts and the Investment Trusts are tax exempt under the IRC and are direct filing entities. The plans that participated in either the Master Trusts and/or the Investment Trusts owned a divided beneficial interest in certain underlying investments, and changes therein, directly held by these respective trusts.

The net investment income attributable to the Master Trusts and Investment Trusts was allocated by the Trustee to each participating plan based on that plan's divided beneficial interest of the underlying securities in each applicable Master Trust and Investment Trust.

Security transactions were recorded on a trade-date basis. Investment income (loss) was recognized as earned based on the terms of the investments and the periods during which the investments were directly owned or held by the Master Trusts and Investment Trusts.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 2. Significant Accounting Policies (continued)

Risks and Uncertainties

The Plan, Master Trusts and the Investment Trusts hold numerous investment securities which are exposed to various risks such as interest rate risk, credit risk and overall market risk. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and those changes could materially affect the amounts reported in the financial statements.

The Plan's actuarial present value of accumulated benefits and contributions are determined based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported in the financial statements.

Fair Value Hierarchy

Accounting Standards Codification ("ASC") 820, *Fair Value Measurement* ("ASC 820"), as amended, promulgated by the Financial Accounting Standards Board ("FASB"), established a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below.

- | | |
|---------|--|
| Level 1 | Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities; |
| Level 2 | Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly; and |
| Level 3 | Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable. |

The policy of the Plan, Master Trusts and the Investment Trusts is to transfer investments between the levels of the fair value hierarchy at the beginning of the year based upon changes to observable inputs that are significant to the overall fair value measurements.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 2. Significant Accounting Policies (continued)

Investment Valuation

The Plan's investments and the investments held within the Master Trusts and Investment Trusts were estimated at fair value as described below.

Equity securities – Common and preferred stocks for which market quotations are readily available at the measurement date are valued at the last reported sale price or official closing price on the primary market or exchange on which they are actively traded and are classified in Level 1. Common and preferred stocks for which the market is not considered to be active are valued via the use of observable inputs which may include the use of adjusted market prices last available, bids or last available sales prices and/or other observable inputs and are classified in Level 2. Common and preferred stocks classified in Level 3 are those privately issued securities or other issues that are valued via the use of valuation models using significant unobservable inputs that generally consider aged (stale) pricing, earnings multiples, discounted cash flows and/or other qualitative and quantitative factors.

Debt securities – Valuations for debt securities are based on quotations received from independent pricing services or from dealers who make markets in such securities. Debt securities priced via pricing services that utilize matrix pricing which considers readily observable inputs such as the yield or price of bonds of comparable quality, coupon, maturity and type as well as dealer supplied prices are classified in Level 2. Debt securities that are typically priced by dealers and pricing services via the use of proprietary pricing models that incorporate significant unobservable inputs are classified in Level 3. These inputs primarily consist of yield and credit spread assumptions, prepayment curves, discount rates, default assumptions and recovery rates.

Investment funds – Investments in exchange traded funds and mutual funds, for which market quotations are readily available, are valued at the last reported sale price, official closing price or publicly available net asset value (or its equivalent) ("NAV") on the primary market or exchange on which they are traded and are classified in Level 1. Investments in non-exchange traded and private investment funds (including hedge funds, private equity funds, real estate funds and other alternative investment funds) are valued based on their respective NAV as a practical expedient to estimate fair value that is provided by the respective investment sponsors or investment advisers and reviewed and approved by the Plan's management. If Plan management concludes a reported NAV does not reflect fair value, or has not been determined as of the financial reporting measurement date, an adjustment may be necessary based on a review of material factors such as changes to the composition or performance of the underlying investment(s) or comparable investments, overall market conditions, expected sale prices for private investments which are probable of being sold in the short term and other economic factors that may possibly have a favorable or unfavorable effect on the reported NAV.

Private equity and debt investments – This category includes direct private equity investments acquired through private placement transactions and indirect investments made through private equity and debt investment funds. Direct investments are generally valued in good faith via the use of the market approach (earnings multiples from comparable companies) or the income approach (discounted cash flow techniques) and may consider inputs such as revenue growth and gross margin assumptions, discount rates, discounts for lack of liquidity, market capitalization rates and the selection of comparable companies. As these valuations incorporate significant unobservable inputs, such investments are classified in Level 3. Refer to *Investment funds* above for a discussion on fair value estimates related to private equity and debt investment funds.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 2. Significant Accounting Policies (continued)

Real estate and other alternative investments – This category includes publicly traded real estate investment trusts, direct real estate, real estate mezzanine loans, infrastructure and natural resource investments (collectively, “other alternative investments”) acquired through private placement transactions and indirect investments made through real estate and other alternative investment funds. Publicly traded real estate investment trusts are classified in Level 1. Fair value estimates for direct investments are generally valued in good faith via the use of the market approach (comparable sales) or the income approach (discounted cash flow techniques) and may consider inputs such as annual gross rents, projected vacancy rates, collection loss and recovery rates, natural resource production and reserve estimates, forward price curves, operating expenses, discount rates and discounts for lack of liquidity. As these valuations incorporate significant unobservable inputs, such investments are classified in Level 3. Refer to *Investment funds* above for a discussion on fair value estimates related to real estate and other alternative investment funds.

Valuation Control Processes

GMIMCo has policies and procedures in place that apply to the valuation of the investments held by the Plan, Master Trusts and Investment Trusts. GMIMCo, including through its valuation committee (“Valuation Committee”), makes valuation decisions pertinent to those investments, oversees the implementation of its valuation policies and procedures and apprises and makes recommendations as deemed necessary concerning valuation policy issues, inclusive of decisions regarding price sources, pricing methodologies and selection of pricing service providers. The Valuation Committee is comprised of representatives from various GMIMCo functional groups, including investment, operations, controllers and enterprise risk management. The Valuation Committee meets at least quarterly to discuss valuation matters.

Investment funds, private equity and debt funds and real estate funds are generally valued using NAV (or its equivalent) as a practical expedient. There is monitoring of the respective funds’ processes and controls surrounding the calculation of NAV. Supporting control activities may include review of a fund’s audited financial statements to ensure that the determination of fair value of the underlying investments is consistent with U.S. GAAP, administration and review of fund surveys that address investment valuation and related internal controls, back-testing of estimated NAVs and periodic investment performance review.

Valuations for direct private equity, private debt and real estate typically use a market or income approach and are generally provided by the applicable third-party managers, general partners and/or investment advisers with potential adjustments made by the Valuation Committee as deemed necessary (e.g., if warranted by market or company/property specific factors).

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 2. Significant Accounting Policies (continued)

New Accounting Standards Adopted

In February 2017, the FASB issued ASU 2017-06, *Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): Employee Benefit Plan Master Trust Reporting* (“ASU 2017-06”). This new guidance pertains to the reporting by an employee benefit plan for its interest in a master trust. ASU 2017-06 clarifies presentation requirements and mandates more detailed disclosures of an employee benefit plan’s interest in a master trust, including the dollar amount of its share in the master trust’s general types of investments and other assets and liabilities. ASU 2017-06 is effective for fiscal years beginning after December 15, 2018 and must be applied retrospectively.

The Plan early adopted the provisions of ASU 2017-06 effective October 1, 2018 which only affected presentation and disclosures in the financial statements.

New Accounting Standards Not Yet Adopted

The FASB issued Accounting Standards Update (“ASU”) 2018-13, *Fair Value Measurement (Topic 820), Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement* (“ASU 2018-13”) in August 2018. This new guidance removes, modifies and adds specific reporting requirements pertinent to fair value measurements and principally affects transfers between hierarchy levels, investment redemption restrictions and certain other Level 3 fair value measurement disclosure matters (including providing a narrative description of measurement uncertainty). ASU 2018-13 is effective for fiscal years beginning after December 15, 2019 and must be applied either retrospectively or prospectively depending upon the specific change denoted in the guidance. Early adoption is permitted.

In July 2018, the FASB issued ASU 2018-09, *Codification Improvements* (“ASU 2018-09”), which among other things, amends an illustrative example of a fair value hierarchy disclosure to indicate that a specific investment type should not always be considered eligible to use the NAV per share practical expedient in determining fair value. ASU 2018-09 further clarifies that a plan should evaluate whether a readily determinable fair value exists for its investments or whether such investments qualify for NAV per share practical expedient in accordance with ASC 820. Adoption of the ASU 2018-09 is to be applied prospectively, affects fair value disclosures, but does not change the fair value measurement of investments. ASU 2018-09 is effective for fiscal years beginning after December 15, 2019. Early adoption is permitted.

The effect of adopting ASU 2018-13 and ASU 2018-09 on the Plan’s financial statements is being evaluated.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 3. Directly Held Investments

The following tables present by level within the fair value hierarchy the net investments directly held by the Plan by major category as of September 30, 2019 and 2018 (in thousands):

2019				
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Equity securities	\$ 2,103,252	\$ 8,097	\$ -	\$ 2,111,349
Debt securities				
Government and agency	-	12,283,384	-	12,283,384
Corporate debt and other	-	23,756,585	-	23,756,585
Other investments, net	4,381	71,069	116,276	191,726
Net investments subject to leveling	<u>\$ 2,107,633</u>	<u>\$ 36,119,135</u>	<u>\$ 116,276</u>	<u>38,343,044</u>
Investments measured at net asset value				
Investment funds				1,479,737
Real estate and private equity				468,737
Net investments				<u>\$ 40,291,518</u>

2018				
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Equity securities	\$ 2,343,922	\$ 9,284	\$ -	\$ 2,353,206
Debt securities				
Government and agency	-	10,451,415	-	10,451,415
Corporate debt and other	-	23,194,564	5,969	23,200,533
Other investments, net	(3,721)	(24,515)	133,862	105,626
Net investments subject to leveling	<u>\$ 2,340,201</u>	<u>\$ 33,630,748</u>	<u>\$ 139,831</u>	<u>36,110,780</u>
Investments measured at net asset value				
Investment funds				1,359,785
Real estate and private equity				372,399
Net investments				<u>\$ 37,842,964</u>

Transfers between Level 1, Level 2 and Level 3 were not significant during the years ended September 30, 2019 and 2018.

The activity attributable to Level 3 investments was not material during the year ended September 30, 2019.

Information regarding investment restrictions and unfunded commitments pertaining to the Plan's directly held investments for which fair value is measured at NAV is contained in Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 4. Investment in Master Trusts

The net assets of the Master Trusts at September 30, 2019 were as follows (in thousands):

	2019			
	GMAM I	GMAM III	GIFT	Combined
Assets				
Cash	\$ 3	\$ 898	\$ 10,912	\$ 11,813
Investments at fair value				
Equity securities	1,257	676,271	1,714,903	2,392,431
Investment funds	-	71,631	-	71,631
Other investments, net	-	20,649	50,729	71,378
Total investments	1,257	768,551	1,765,632	2,535,440
Receivables				
Due from brokers for securities sold	193	6,954	1,339	8,486
Accrued investment income and other	564	2,156	10,589	13,309
Total receivables	757	9,110	11,928	21,795
Total assets	2,017	778,559	1,788,472	2,569,048
Liabilities				
Payable for securities purchased and other	-	6,548	3,341	9,889
Total net assets	\$ 2,017	\$ 772,011	\$ 1,785,131	\$ 2,559,159

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 4. Investment in Master Trusts (continued)

The net assets of the Master Trusts at September 30, 2018 were as follows (in thousands):

	2018			
	GMAM I	GMAM III	GIFT	Combined
Assets				
Cash	\$ 97	\$ 1,657	\$ 12,337	\$ 14,091
Investments at fair value				
Equity securities	1,666	756,751	1,946,205	2,704,622
Investment funds	-	115,217	294	115,511
Other investments, net	-	18,303	48,014	66,317
Total investments	1,666	890,271	1,994,513	2,886,450
Receivables				
Due from brokers for securities sold	193	9,834	11,730	21,757
Accrued investment income and other	588	2,142	10,900	13,630
Total receivables	781	11,976	22,630	35,387
Total assets	2,544	903,904	2,029,480	2,935,928
Liabilities				
Payable for securities purchased and other	-	10,987	14,225	25,212
Total net assets	<u>\$ 2,544</u>	<u>\$ 892,917</u>	<u>\$ 2,015,255</u>	<u>\$ 2,910,716</u>

The net investment income attributable to the Master Trusts for the year ended September 30, 2019 was as follows (in thousands):

	GMAM I	GMAM III	GIFT
Investment income (loss)			
Net realized and unrealized loss on investments	\$ (328)	\$ (54,313)	\$ (94,367)
Interest and dividend income	5	25,809	57,732
Other income (loss), net	1	44	(555)
Net investment loss	<u>\$ (322)</u>	<u>\$ (28,460)</u>	<u>\$ (37,190)</u>

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 4. Investment in Master Trusts (continued)

The following tables present by level within the fair value hierarchy the combined net investments of the Master Trusts by major category as of September 30, 2019 and 2018 (in thousands):

2019				
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Equity securities	\$ 2,379,185	\$ 11,919	\$ 1,327	\$ 2,392,431
Other investments, net	41,055	30,323	-	71,378
Net investments subject to leveling	<u>\$ 2,420,240</u>	<u>\$ 42,242</u>	<u>\$ 1,327</u>	2,463,809
Investments measured at net asset value				
Investment funds				71,631
Net investments				<u>\$ 2,535,440</u>

2018				
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Equity securities	\$ 2,690,583	\$ 9,169	\$ 4,870	\$ 2,704,622
Other investments, net	32,843	33,474	-	66,317
Net investments subject to leveling	<u>\$ 2,723,426</u>	<u>\$ 42,643</u>	<u>\$ 4,870</u>	2,770,939
Investments measured at net asset value				
Investment funds				115,511
Net investments				<u>\$ 2,886,450</u>

Transfers between Level 1, Level 2 and Level 3 were not significant during the years ended September 30, 2019 and 2018.

The activity attributable to Level 3 investments was not material during the year ended September 30, 2019.

Information regarding investment restrictions and unfunded commitments pertaining to the Master Trusts' investments for which fair value is measured at NAV is contained in Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 4. Investment in Master Trusts (continued)

The Plan's divided interest of the net assets of each of the Master Trusts at September 30, 2019 was as follows (in thousands):

	2019			
	GMAM I	GMAM III	GIFT	Combined
Assets				
Cash	\$ (204)	\$ 898	\$ 10,892	\$ 11,586
Investments at fair value				
Equity securities	933	676,240	1,714,903	2,392,076
Investment funds	-	46,995	-	46,995
Other investments, net	-	19,949	49,222	69,171
Total investments	933	743,184	1,764,125	2,508,242
Receivables				
Due from brokers for securities sold	143	6,954	1,339	8,436
Accrued investment income and other	405	2,154	10,584	13,143
Total receivables	548	9,108	11,923	21,579
Total assets	1,277	753,190	1,786,940	2,541,407
Liabilities				
Payable for securities purchased and other	-	6,520	3,282	9,802
Total net assets	<u>\$ 1,277</u>	<u>\$ 746,670</u>	<u>\$ 1,783,658</u>	<u>\$ 2,531,605</u>

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 4. Investment in Master Trusts (continued)

The Plan's divided interest of the net assets of each of the Master Trusts at September 30, 2018 was as follows (in thousands):

	2018			
	GMAM I	GMAM III	GIFT	Combined
Assets				
Cash	\$ (136)	\$ 1,657	\$ 12,316	\$ 13,837
Investments at fair value				
Equity securities	1,237	756,563	1,946,205	2,704,005
Investment funds	-	75,614	293	75,907
Other investments, net	-	17,644	46,598	64,242
Total investments	1,237	849,821	1,993,096	2,844,154
Receivables				
Due from brokers for securities sold	143	9,834	11,730	21,707
Accrued investment income and other	422	2,141	10,894	13,457
Total receivables	565	11,975	22,624	35,164
Total assets	1,666	863,453	2,028,036	2,893,155
Liabilities				
Payable for securities purchased and other	-	10,986	14,222	25,208
Total net assets	<u>\$ 1,666</u>	<u>\$ 852,467</u>	<u>\$ 2,013,814</u>	<u>\$ 2,867,947</u>

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 5. Investment Trusts

The fair value of the Plan's investments in the Investment Trusts at September 30, 2019 and 2018 is presented in the following table (in thousands):

Trusts	2019	2018
First Plaza Group Trust	\$ 4,572,305	\$ 5,038,200
First Plaza Group Trust II	50,955	82,129
White Plaza Group Trust	5,871,770	5,722,240
Total beneficial interests in Investment Trusts	\$ 10,495,030	\$ 10,842,569

The following table provides a summary of the beneficial interests in the net assets of the combined Investment Trusts by participating plan, excluding amounts attributable to plans of unrelated sponsors, and the aggregate fair value of the underlying net investments subject to ASC 820 leveling as of September 30, 2019 and 2018 (in thousands):

	2019	2018
Plan	\$ 10,495,030	\$ 10,842,569
Salaried Plan	1,124,510	1,265,125
Total net assets of the Investment Trusts	11,619,540	12,107,694
Less:		
Cash	84,385	31,929
Net non-security assets	96,876	285,757
Fair value of net investments subject to leveling	\$ 11,438,279	\$ 11,790,008

The combined Investment Trusts' net investment income aggregated \$612.7 million for the year ended September 30, 2019 and principally consisted of \$141.5 million of interest and dividend income and \$471.2 million of net realized and unrealized gains. The Plan's share of the combined Investment Trusts' net investment income totaled \$537.5 million.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 5. Investment Trusts (continued)

The following tables present by level within the fair value hierarchy the underlying net investments of the Investment Trusts on an aggregate basis by major category as of September 30, 2019 and 2018 (in thousands):

2019			
Level 1	Level 2	Level 3	Total
Investments measured at fair value			
Private equity and debt investments	\$ -	\$ -	\$ 237,492
Other investments, net	8,438	2	923
Net investments subject to leveling	\$ 8,438	\$ 2	\$ 238,415
Investments measured at net asset value			
Investment funds			5,165,461
Private equity and debt investments			2,720,479
Real estate and other alternative investments			3,305,484
Net investments			\$ 11,438,279

2018			
Level 1	Level 2	Level 3	Total
Investments measured at fair value			
Private equity and debt investments	\$ -	\$ -	\$ 228,095
Other investments, net	-	5	1,200
Net investments subject to leveling	\$ -	\$ 5	\$ 229,295
Investments measured at net asset value			
Investment funds			5,032,900
Private equity and debt investments			3,198,531
Real estate and other alternative investments			3,329,277
Net investments			\$ 11,790,008

Transfers between Level 1, Level 2 and Level 3 were not significant during the years ended September 30, 2019 and 2018.

The activity attributable to Level 3 investments was not material during the year ended September 30, 2019.

Refer to Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions for related disclosures pertaining to the Investment Trusts' investments for which fair value is measured at NAV.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 6. Investment Risks

The IFC establishes the Plan's investment allocation policy and GMIMCo oversees the allocation of investments with a view towards achieving the desired investment objectives. The Plan, Master Trusts and Investment Trusts are/were exposed to various types of risks associated with the financial instruments and markets in which the Plan, Master Trusts and Investment Trusts invest. These risks include market risk, credit risk and liquidity risk. The overall risk management strategies and policies complement the Plan's investment strategy as discussed below.

Market Risk - Market risk includes the potential for both gains and losses and encompasses currency risk, interest rate risk and price risk.

Currency Risk – The Plan, Master Trusts and Investments Trusts may/did invest in financial instruments denominated in foreign currencies and might be/were exposed to risks that the foreign currency exchange rates might fluctuate in a manner that adversely effects the value of foreign currency denominated assets or liabilities. Foreign currency contracts may be used to manage currency risk.

Interest Rate Risk – The Plan, Master Trusts and Investments Trusts may/did invest in fixed income securities for which any change to the relevant interest rates for specific securities might result in an investment manager being unable to secure similar returns upon expiration of contracts or the sale of securities. In addition, changes to prevailing interest rates or changes in expectations of future interest rates might result in an increase or decrease in the fair value of the securities held. Interest rate swaps and other derivative financial instruments may be used to manage interest rate risk.

Price Risk – Price risk is the risk that the value of the financial instrument will fluctuate as a result of changes in market prices, whether caused by factors specific to an individual investment, its issuer or any factor affecting the value of financial instruments or securities. Price risk is generally managed by constructing a diversified portfolio of financial instruments. In addition, price risk may be hedged using derivative financial instruments such as options, swaps or futures.

Credit Risk - Counterparty credit risk is the risk that a counterparty to a financial instrument will default on its commitment. Counterparty credit risk is primarily related to over-the-counter derivative financial instruments used to manage exposures related to interest rates on long-term securities and foreign currency exchange rate fluctuations. The risk of default can be influenced by various factors including macro-economic conditions, market liquidity, fiscal and monetary policies and counterparty-specific characteristics and activities. Certain agreements with counterparties employ set-off, collateral support arrangements and other risk mitigation procedures designed to reduce the net exposure to credit risk in the event of counterparty default. Credit policies and processes are in place to manage exposure to credit risk on an ongoing basis and to manage concentrations of counterparty risk by seeking to undertake transactions with large well-capitalized counterparties and by monitoring the creditworthiness of these counterparties.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 6. Investment Risks (continued)

Liquidity Risk - Liquidity risk is the risk that the Plan will encounter difficulty in meeting obligations associated with its financial liabilities, primarily benefit payments as they become due. This situation might arise due to circumstances outside the Plan's control, such as general market disruption or an operational problem affecting the Plan sponsor or third parties. The ability to sell assets might also be impaired if other market participants are seeking to simultaneously sell similar assets.

Certain investment funds, private equity and debt investments and real estate investments owned by the Plan, Master Trusts or Investment Trusts may be/were illiquid. Refer to Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions for related disclosures pertaining to these investments. It may not be possible to quickly liquidate some of these investments at an amount close to or equal to fair value in order to meet liquidity requirements or to respond to specific events such as deterioration in the creditworthiness of any specific issuer or counterparty. Because of the redemption restrictions and other inherent limitations attributable to these investments, the values for these investments may differ significantly from their fair values had a ready market existed, and the differences could be material.

Illiquid investments held in the portfolio are generally long-term investments that complement the long-term nature of the Plan's accumulated plan benefits and are not used to fund benefit payments currently due. GMIMCo monitors liquidity risk on an ongoing basis and has procedures in place designed to maintain flexibility in addressing Plan-specific, broader industry and market liquidity events.

Note 7. Derivative Financial Instruments

The Plan, Master Trusts and the Investment Trusts may enter into various derivative financial instruments to hedge or protect the underlying investments from changes in the interest rate, foreign exchange, commodities and securities markets. Losses may arise if the value of the derivative financial instrument decreases due to an unfavorable change in the value of the underlying assets or if the counterparty does not perform under the contract. The aggregate fair value of the derivative financial instruments held by the Plan and Master Trusts at September 30, 2019 and 2018 was not significant and detailed disclosures have been excluded. The Investment Trusts did not hold any derivative financial instruments at September 30, 2019 and 2018.

The notional amount of the derivative financial instruments held by the Plan aggregated approximately \$2.9 billion and \$8.8 billion at September 30, 2019 and 2018, respectively, and principally represented interest rate swaps and financial futures contracts. The notional amount is the contractual amount applicable to the derivative financial instruments and not the amount at risk.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions

The Plan, Master Trusts and Investment Trusts held various investment funds, private equity and debt investments and real estate investments. Certain investment holdings are either represented by shares, units or other interests in which the NAV determined by the investment sponsor or manager is used as a practical expedient to estimate fair value. These investments may also contain redemption restrictions, have specified liquidation terms and conditions or require additional capital contributions. A discussion of these provisions for the respective investments underlying the Plan, Master Trusts and Investment Trusts follows.

Investment Funds

The investment funds held by the Plan, Master Trusts and Investment Trusts may be subject to initial period lock-up restrictions. An investment fund lock-up restriction is a provision which does not allow the investor to make a withdrawal from the fund during a specified initial period. In addition, investment funds may invest a portion of their assets in illiquid investments which are held in "side pockets" and represent separately held accounts. Certain investment funds may not be redeemed at all due to redemption restrictions imposed by fund managers. Distributions from such investment funds will be received as the underlying investments are liquidated.

The following describes the principal investment funds and related strategies held by the Plan, Master Trusts and Investment Trusts.

Equity funds primarily invest in U.S. equity securities as well as equity securities issued by companies incorporated, listed or domiciled in developed and/or emerging markets countries. Also included in this group are equity long/short investment funds that attempt to profit from security mispricing in equity markets.

Fixed income funds invest in high quality and high yield fixed income securities of domestic and foreign public and private company and government issuers. This category also includes investment funds whose focus is to invest in fixed income instruments that allow fund managers to profit from mispricing of these instruments. Certain derivative financial instruments may be used for hedging purposes by some fixed income fund managers to limit exposure to various risk factors.

Global macro funds represent investment funds that focus on taking positions in derivative financial instruments and other securities depending on the movements in global financial markets. The investment strategy is typically based on forecasts and analysis about interest rate trends, movements in the general flow of funds, political changes, government policies, inter-government relations and other broad systemic factors.

Multi-strategy funds represent investment funds that invest in broadly diversified portfolios of equity, fixed income and derivative financial instruments. Certain investment funds may also employ multiple alternative investment strategies, in combination, such as global macro, event-driven and relative value.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

Relative value funds focus on strategies which seek to take advantage of pricing discrepancies between instruments using mathematical, fundamental or technical analysis to determine market mispricing. Securities may be mispriced relative to the underlying security, related securities, groups of securities or the overall market.

Other investment funds include cash equivalents funds that invest in high quality short-term fixed income securities which includes U.S. and foreign government and agency obligations, commercial paper issued by domestic and international companies, bank certificates of deposits and repurchase agreements. Also included in this category are funds that invest in event-driven situations (i.e., mergers, hostile takeovers, reorganizations, recapitalizations, share buybacks or leveraged buyouts).

The following tables summarize the fair value, redemption restrictions, unfunded commitments and other provisions related to certain investment funds directly held by the Plan at September 30, 2019 and 2018 (dollars in thousands).

Description	2019				
	Fair Value	Unfunded Commitments	Redemption Attributes		
			Redeemable *	Frequency	Notice Period
Global macro funds	\$ 558,891	\$ -	100%	Monthly, Quarterly	5 - 90 Days
Multi-strategy funds	672,803	-	100%	Monthly	3 Days
Other investment funds ^(a)	248,043	-	96%	Daily, Monthly	0 - 5 Days
Total	\$ 1,479,737	\$ -			

Description	2018				
	Fair Value	Unfunded Commitments	Redemption Attributes		
			Redeemable *	Frequency	Notice Period
Global macro funds	\$ 534,279	\$ -	100%	Monthly, Quarterly	5 - 90 Days
Multi-strategy funds	577,542	-	100%	Monthly	3 Days
Other investment funds ^(a)	247,964	-	96%	Daily, Monthly	0 - 5 Days
Total	\$ 1,359,785	\$ -			

* Represents the ratio of the fair value of these investment funds to the total fair value of investment funds in this category.

(a) All of the nonredeemable investment funds in this category were in liquidation.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

The following tables summarize the fair value, redemption restrictions, unfunded commitments and other provisions related to certain investment funds held by the Master Trusts and the Plan's beneficial interest of the investment funds held by the Investment Trusts at September 30, 2019 and 2018 (dollars in thousands).

Description	2019				
	Fair Value	Unfunded Commitments	Redemption Attributes		
			Redeemable *	Frequency	Notice Period
Master Trusts					
Multi-strategy funds ^(a)	\$ 71,631	\$ -	0%	N/A	N/A
Investment Trusts					
Equity funds ^(b)	\$ 1,188,358	\$ -	99%	Monthly, Quarterly, Semi-Annually	30 - 180 Days
Fixed income funds ^(c)	557,425	67,178	95%	Quarterly, Semi-Annually, Annually	60 - 180 Days
Relative value funds	750,244	-	100%	Monthly, Quarterly	25 - 61 Days
Global macro funds	538,163	-	100%	Monthly	5 - 90 Days
Multi-strategy funds ^(d)	1,133,590	-	99%	Monthly, Quarterly	4 - 65 Days
Other investment funds ^(e)	693,830	98,165	99%	Monthly, Quarterly, Semi-Annually	15 - 95 Days
Total	\$ 4,861,610	\$ 165,343			

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

Description	2018				
	Fair Value	Unfunded Commitments	Redemption Attributes		
			Redeemable *	Frequency	Notice Period
Master Trusts					
Multi-strategy funds ^(a)	\$ 115,146	\$ -	0%	N/A	N/A
Other investment funds	365	-	100%	Daily	None
Total	<u>\$ 115,511</u>	<u>\$ -</u>			
Investment Trusts					
Equity funds ^(b)	\$ 1,244,265	\$ -	99%	Monthly, Quarterly, Semi-Annually	30 - 180 Days
Fixed income funds ^(c)	708,876	81,211	92%	Quarterly, Semi-Annually, Annually	60 - 180 Days
Relative value funds	773,488	-	100%	Monthly, Quarterly	25 - 61 Days
Global macro funds	565,162	-	100%	Monthly	5 - 90 Days
Multi-strategy funds ^(d)	765,896	-	99%	Monthly, Quarterly	4 - 65 Days
Other investment funds ^(e)	697,777	159,124	99%	Daily, Monthly, Quarterly, Semi-Annually	0 - 95 Days
Total	<u>\$ 4,755,464</u>	<u>\$ 240,335</u>			

* Represents the ratio of the fair value of these investment funds to the total fair value of investment funds in this category.

(a) All investment funds in this category were in the process of liquidation.

(b) Approximately 9% (8% at September 30, 2018) of the fair value of the investment funds in this category were subject to an initial lock-up period of 1 year.

Approximately 86% (85% at September 30, 2018) of the fair value of the nonredeemable investment funds in this category were in the process of liquidation.

(c) Approximately 49% (52% at September 30, 2018) of the fair value of the investment funds in this category were subject to initial lock-up periods of 1-5 years.

Approximately 29% (67% at September 30, 2018) of the fair value of the nonredeemable investment funds in this category were in the process of liquidation.

(d) Substantially all of the nonredeemable investment funds in this category were in the process of liquidation.

(e) Approximately 41% (33% at September 30, 2018) of the fair value of the investment funds in this category were subject to initial lock-up periods of 1 to 3 years.

Private Equity and Debt Investments

Private equity and debt investments pursue multiple strategies, including venture capital, leveraged buyouts, distressed debt and private investments in public equity. In addition, these investments may be structured with a focus on domestic or foreign equity and debt. Private equity and debt investments do not permit redemptions and there is no public market for these investments. A typical private equity and debt investment is made in a partnership that has a ten-year term, with two-to-three one-year extensions to the partnership term with the consent of either the partnership's limited partner advisory committee or a majority of the limited partners. Generally, the only way an investor is able to exit a private equity and debt investment prior to liquidation of the partnership is to sell its interest in the partnership in the private secondary market for such interest at a discount that will vary from time-to-time depending on market supply and demand. Due to the nature and inherent illiquidity of private market investments, the range of estimated liquidation periods for these investments may differ from their contractual lives.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

Real Estate and Other Alternative Investments

These investments represent funds that primarily invest in entities which are principally engaged in the ownership, acquisition, development, financing, sale and/or management of income-producing real estate properties, including commercial and residential properties as well as energy, natural resources and other industrial assets. These funds typically seek long-term growth of capital and current income that is above average relative to public equity funds. These investments are generally not redeemable. Distributions from each fund will be received as the underlying investments are liquidated.

The following tables summarize the fair value, unfunded commitments and estimated liquidation periods of private equity and debt investments and certain real estate investments directly held by the Plan and the Plan's beneficial interests of the private equity and debt investments and certain real estate investments held by the Investment Trusts as of September 30, 2019 and 2018 (dollars in thousands). The Master Trusts did not hold any private equity and debt investments or real estate investments subject to disclosure at September 30, 2019 and 2018.

Description	2019				
	Fair Value	Unfunded Commitments	Estimated Liquidation Period		
			Five Years or Less	Six to Ten Years	More Than Ten Years
Plan Direct					
Private equity and debt investments	\$ 256,025	\$ 114,676	0%	21%	79%
Real estate and other alternative investments	212,712	30,526	8%	92%	0%
Total	<u>\$ 468,737</u>	<u>\$ 145,202</u>			
Investment Trusts					
Private equity and debt investments	\$ 2,212,151	\$ 623,553	48%	45%	7%
Real estate and other alternative investments	3,025,544	452,578	15%	15%	70%
Total	<u>\$ 5,237,695</u>	<u>\$ 1,076,131</u>			
Description	2018				
	Fair Value	Unfunded Commitments	Estimated Liquidation Period		
			Five Years or Less	Six to Ten Years	More Than Ten Years
Plan Direct					
Private equity and debt investments	\$ 145,340	\$ 153,116	0%	0%	100%
Real estate and other alternative investments	227,059	40,819	11%	45%	44%
Total	<u>\$ 372,399</u>	<u>\$ 193,935</u>			
Investment Trusts					
Private equity and debt investments	\$ 2,541,643	\$ 603,999	53%	43%	4%
Real estate and other alternative investments	3,050,357	426,457	17%	13%	70%
Total	<u>\$ 5,592,000</u>	<u>\$ 1,030,456</u>			

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 9. Termination Priorities

Although it has not expressed any intention to do so, GM has the right under the Plan, in certain circumstances and subject to collective bargaining obligations, to discontinue contributions at any time and to terminate the Plan in accordance with the provisions set forth in ERISA. If GM exercises its right to terminate the Plan voluntarily, participants will receive the full amount of their benefit entitlement as of the date of termination.

In the event that the Plan is terminated under a distress termination, the net assets of the Plan will be allocated for payment of Plan benefits to the participants in an order of priority determined in accordance with ERISA, applicable regulations thereunder and the Plan document.

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation (“PBGC”). Generally, the PBGC guarantees most vested normal age retirement benefits, certain early retirement benefits and certain disability and survivor pensions. However, the PBGC does not guarantee all types of benefits under the Plan and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan’s termination, subject to a statutory ceiling on the amount of an individual’s monthly benefit.

Whether all participants receive their benefits should the Plan be terminated under a distress termination at some future date will depend on the sufficiency, at that time, of the Plan’s net assets to provide those benefits, the priority of those benefits to be paid and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

Note 10. Federal Income Tax Status and Regulatory Matters

The Plan received a favorable determination letter from the Internal Revenue Service (“IRS”) dated March 18, 2014, stating that the Plan and related trusts were designed in accordance with the applicable provisions of the IRC and therefore, the associated trusts are exempt from taxation. The Plan was amended subsequent to receiving the IRS determination letter and is required to operate in conformity with the IRC to maintain its qualified status. Plan management believes the Plan, as amended, is being operated in compliance with the applicable provisions of the IRC and the related trusts continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan’s financial statements.

The Plan’s management has analyzed the tax positions taken by the Plan and has concluded that as of September 30, 2019, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to audit by taxing jurisdictions. In August 2017, the IRS initiated an audit of the Plan for the plan year ended September 30, 2015. The audit was concluded and the IRS issued their closing letter dated December 9, 2019 accepting the Plan’s return as filed.

In October 2018, the U.S. Department of Labor initiated an audit of the Plan for the period commencing January 1, 2015 to the present. The audit is currently ongoing.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 11. Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments which are attributable to the service participants have rendered under the Plan's provisions. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated participants or their beneficiaries, (b) beneficiaries of employees who have died and (c) active participants or their beneficiaries.

The actuarial present value of accumulated plan benefits is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money through discounts for interest and the probability of payment by means of decrements such as for death, disability, withdrawal or retirement between the valuation date and the expected date of payment. The actuarial assumptions are based on the presumption that the Plan will continue. Different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits if the Plan were to terminate.

The following significant actuarial assumptions were used in the valuations for the years ended September 30, 2019 and 2018:

- The interest rate used to discount accumulated plan benefits was 3.07% and 4.23% at September 30, 2019 and 2018, respectively.
- The mortality of retired and non-retired participants was estimated using 2014 GM Specific Hourly Male and Female Mortality tables projected with Scale AA from October 1, 2010 to September 30, 2014 and thereafter with MP-2016 using a 0.75% ultimate rate. Adjustment factors of 1.034 and 1.032 were applied to the GM Specific Hourly Male and Female Mortality tables, respectively.
- The withdrawal rate, retirement rate and incidence of total and permanent disability assumptions were based on GM experience.
- The weighted average basic benefit per month, per year of credited service for those hired before October 1, 2007 for retirements occurring on October 1, 2010 and later, was \$54.10 for UAW and International Union Electrical Workers – Communication Workers of America employees and \$51.45 for all other hourly employees.
- Also included in accumulated plan benefits were assumptions for early retirement supplements, interim supplements and temporary benefit levels as bargained with the UAW and other labor unions.
- It was assumed that approximately 65% of all male participants and 30% of all female participants would not reject the surviving spouse coverage, and the husband-wife age difference is two years for males and two years for females.

The increase of \$5.8 billion in the accumulated plan benefits obligation due to changes in actuarial assumptions was principally attributable to the decrease in the discount rate from 4.23% to 3.07%. The experience gain of approximately \$216 million reflects less than expected retirements and standard and recurring updates to participant census data.

Note 12. Employer Contributions

For the year ended September 30, 2019, the Company met the minimum funding requirements under ERISA and no contributions were due.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

NOTES TO FINANCIAL STATEMENTS – (CONTINUED)

Note 13. Related-Party and Party-In-Interest Transactions

The Plan, Master Trusts and Investment Trusts entered into related-party transactions which generally include investments or transactions with trustees, fund managers, GM Company and its subsidiaries and other GM sponsored benefit plans as described throughout these financial statements. Such transactions were within the scope of the investment guidelines as established by the IFC. These transactions also qualify as party-in-interest transactions and are exempt from the prohibited transaction rules pursuant to ERISA.

Note 14. Reconciliation of Financial Statements to the Form 5500

There were no reconciling differences between the amounts reported in the *Statements of Net Assets Available for Benefits* or in the *Statement of Changes in Net Assets Available for Benefits* per these financial statements and the respective Forms 5500 as of September 30, 2019 and 2018 and for the year ended September 30, 2019.

Note 15. Subsequent Events

Subsequent events have been evaluated through June 23, 2020 which is the date these financial statements were available to be issued.

Special Attrition Programs

The 2019 National Agreement provided for the implementation of special attrition programs for: 1) retirement eligible hourly production and skilled trades employees at operating U.S. manufacturing facilities (“2019 National SAP”) and 2) all hourly employees (including relocated employees) of Unallocated Plants (“2019 Targeted SAP”), both of which were announced in October 2019. Pursuant to the 2019 National SAP, eligible hourly employees that voluntarily elected to retire on or after December 31, 2019 and before March 1, 2020 received cash incentives to be distributed from GM operating funds. Depending upon age and service eligibility and Unallocated Plant location, hourly employees offered the 2019 Targeted SAP could elect to: 1) retire on or before March 1, 2020 under the normal or early retirement provisions of the Plan, 2), remain on layoff status and enter the pre-retirement program prior to February 28, 2020 and grow-in to retirement upon attaining 30 years of service (limited to employees with 28 but less than 30 years of service), 3) remain on layoff status and grow-in to retirement pursuant to the Plan’s mutually satisfactory retirement provisions (i.e., age 50 with 10 years of service) or 4) voluntarily quit. Employees offered the 2019 Targeted SAP received certain cash incentives based upon their chosen election that were paid by the Company.

Approximately 2,800 individuals elected to retire under the 2019 National SAP and 2019 Targeted SAP and the effect thereof is estimated to increase accumulated plan benefits by approximately \$243 million due to earlier than expected retirements.

COVID-19

The occurrence in early 2020 of the worldwide pandemic related to the COVID-19 outbreak has caused significant disruption to businesses resulting in a global economic slowdown with governments around the world taking actions to curtail the spread of the disease. International equity, fixed income, currency and commodity markets have experienced significant uncertainty and volatility. The duration and magnitude of the impact of the COVID-19 outbreak on the global economy and the financial effects on the Plan and the sponsor are currently unknown. Ramifications to the Plan could include decreased investment portfolio fair values, adverse investment performance, limitations on the ability to raise liquidity and unfavorable changes in funded status, among other consequences.

SUPPLEMENTAL SCHEDULES

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

SCHEDULE G - FINANCIAL TRANSACTION SCHEDULES

EMPLOYER ID: 27-0383222

PART I, SCHEDULE OF LOANS OR FIXED INCOME OBLIGATIONS IN DEFAULT OR CLASSIFIED AS UNCOLLECTIBLE

PLAN NUMBER: 003

FOR THE YEAR ENDED SEPTEMBER 30, 2019

(in thousands)

(a) Party in Interest	(b) Identity and Address of Obligor	(c) Description	(d) Original Amount of Loan	Amount Received During Reporting Year		(g) Unpaid Balance at End of Year	Amount Overdue	
				(e) Principal	(f) Interest		(h) Principal	(i) Interest
	Pacific Gas and Electric Company *	Senior unsecured notes:						
	77 Beale Street	3.85% due November 2023	\$ 6,050	\$ -	\$ 128	\$ 6,050	\$ 6,050	\$ -
	San Francisco, CA 94117	2.95% due March 2026	2,200	-	-	2,200	2,200	32
		4.75% due February 2044	1,950	-	-	1,950	1,950	46

* The utility and parent corporation (PG&E Corporation) filed for Chapter 11 bankruptcy protection on January 29, 2019.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

SCHEDULE H, PART IV, LINE 4i—SCHEDULE OF ASSETS

EMPLOYER ID: 27-0383222

(HELD AT END OF YEAR)

PLAN NUMBER: 003

AS OF SEPTEMBER 30, 2019

(in thousands)

(a) (b) Identity of Issue, Borrower, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
* Investment in First Plaza Group Trust (25-6295264)	Common/Collective Trust	\$ 4,490,769	\$ 4,572,305
* Investment in First Plaza Group Trust II (26-6389533)	Common/Collective Trust	209,016	50,955
* Investment in White Plaza Group Trust (11-3317084)	Common/Collective Trust	5,468,504	5,871,770
Total Investment Trusts		<u>10,168,289</u>	<u>10,495,030</u>
Directly held investments:			
Cash equivalents and other short-term investments (see attached)	Cash equivalents and other short-term investments	130,237	132,608
** Equity securities (see attached)	Equity securities	1,402,436	2,111,349
*** Debt securities (see attached)	Debt securities	33,503,657	36,039,969
**** Investment funds (see attached)	Investment funds	1,131,539	1,428,125
Private equity and debt investments (see attached)	Private equity and debt investments	275,165	372,301
Real estate and other alternative investments (see attached)	Real estate and other alternative investments	235,163	285,680
Derivatives, net (see attached)	Derivatives	43	(78,514)
Total directly held investments		<u>36,678,240</u>	<u>40,291,518</u>
Total investments		<u>\$ 46,846,529</u>	<u>\$ 50,786,548</u>

* Denotes parties-in-interest.

** Includes GM common stock with a cost of \$2,126 and current value of \$2,550.

*** Includes GM senior unsecured notes with a cost of \$50,179 and current value of \$52,774 and General Motors Financial Company notes with a cost of \$34,875 and current value of \$36,378.

**** Includes the GMAM Absolute Return Strategy Fund I ("ARS") with a cost of \$381 and current value of \$400. ARS is a party-in-interest.

Note:

In compliance with the Department of Labor's Rule and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, investments in Master Trust assets are excluded from this schedule.

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

**SCHEDULE H, PART IV, LINE 4j—SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED SEPTEMBER 30, 2019
(in thousands, except number of transactions)**

**EMPLOYER ID: 27-0383222
PLAN NUMBER: 003**

(a) Identity of Party Involved	(b) Description of Asset	Number of Transactions	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Assets on Transaction Date	(i) Net Gain (Loss)
Single transactions:							
No single transaction equaled or exceeded the 5% reporting threshold as defined in the Department of Labor's Rules and Regulation for Reporting and Disclosure.							
Series of transactions:							
U.S. Government	US Treasury notes & bonds 2/15/2036, 4.500%	27	\$ 1,140,852	\$ -	\$ -	\$ 1,140,852	\$ -
		39	-	1,397,577	1,389,908	1,397,577	7,669
U.S. Government	US Treasury notes & bonds 11/15/2028, 3.125%	210	1,919,109	-	-	1,919,109	-
		150		1,268,726	1,212,260	1,268,726	56,466
U.S. Government	US Treasury notes & bonds 2/15/2029, 2.625%	290	1,718,833	-	-	1,718,833	-
		181	-	1,234,420	1,220,172	1,234,420	14,248
U.S. Government	US Treasury notes & bonds 5/15/2029, 2.375%	302	1,890,862	-	-	1,890,862	-
		190	-	810,349	804,182	810,349	6,167

GENERAL MOTORS HOURLY-RATE EMPLOYEES PENSION PLAN

EMPLOYER ID: 27-0383222

PLAN NUMBER: 003

SCHEDULE H, PART IC, LINE 4i-SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DIRECTLY HELD INVESTMENTS
AS OF SEPTEMBER 30, 2019
(in thousands)

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
Cash equivalents and other short-term investments				
	BNP PARIBAS SA Time Deposit	Cash equivalents and other short-term investments	80,996	80,996
	BRIDGEWATER STIF II	Cash equivalents and other short-term investments	49,241	51,612
		Total cash equivalents and other short-term investments	130,237	132,608
Equity securities				
	2U INC	Equity Securities	899	965
	3M CO	Equity Securities	4,211	4,991
	ABBOTT LABORATORIES	Equity Securities	5,255	11,728
	ABBVIE INC	Equity Securities	4,107	5,926
	ABIOMED INC	Equity Securities	803	374
	ABM INDUSTRIES	Equity Securities	1,422	1,384
	ACADIA HEALTHCAR	Equity Securities	951	821
	ACCELERATE DIAGNOSTICS INC	Equity Securities	1,483	1,320
	ACCELERON PHARMA INC	Equity Securities	1,525	1,438
	ACCENTURE PLC CL A	Equity Securities	3,080	6,414
	ACTIVISION BLIZZARD INC	Equity Securities	2,292	4,091
	ACUITY BRANDS INC	Equity Securities	476	307
	ADDUS HOMECARE CORP	Equity Securities	254	658
	ADOBE SYSTEMS INC	Equity Securities	4,656	26,178
	ADTALEM GLOBAL EDUCATION INC	Equity Securities	808	606
	ADVANCE AUTO PARTS INC	Equity Securities	484	652
	ADVANCED ENERGY INDS	Equity Securities	1,454	1,619
	ADVANCED MICRO DEVICES INC	Equity Securities	920	1,597
	AECOM	Equity Securities	5,551	6,480
	AES CORP	Equity Securities	432	573
	AFFILIATED MANAGERS GROUP	Equity Securities	361	222
	AFLAC INC	Equity Securities	1,228	2,042
	AGILENT TECHNOLOGIES INC	Equity Securities	4,430	8,296
	AIMMUNE THERAPEUTICS INC	Equity Securities	585	538
	AIR PRODUCTS + CHEMICALS INC	Equity Securities	1,428	2,600
	AIR TRANSPORT SERVICES GROUP I	Equity Securities	815	1,200
	AIRBUS GROUP SE	Equity Securities	2,232	4,998
	AKAMAI TECHNOLOGIES INC	Equity Securities	452	770
	ALBEMARLE CORP	Equity Securities	3,445	3,117
	ALCON INC	Equity Securities	935	1,094
	ALEXION PHARMACEUTICALS INC	Equity Securities	1,289	1,133
	ALGONQUIN POWER	Equity Securities	1,155	1,201
	ALIBABA GROUP HOLDING SP ADR	Equity Securities	4,403	8,512
	ALIGN TECHNOLOGY INC	Equity Securities	413	701
	ALKERMES PLC	Equity Securities	6,624	2,500
	ALLEGHANY CORP	Equity Securities	348	621
	ALLEGION PLC	Equity Securities	402	530
	ALLERGAN PLC	Equity Securities	3,855	2,924
	ALLIANCE DATA SYSTEMS CORP	Equity Securities	476	340
	ALLIANT ENERGY CORP	Equity Securities	373	664
	ALLSTATE CORP	Equity Securities	928	1,926
	ALLY FINANCIAL INC	Equity Securities	423	711
	ALNYLAM PHARMACE	Equity Securities	754	497
	ALPHABET INC CL A	Equity Securities	13,771	33,088
	ALPHABET INC CL C	Equity Securities	12,407	29,178
	ALTICE USA INC-A	Equity Securities	168	221
	ALTRIA GROUP INC	Equity Securities	4,935	4,019
	AMAZON.COM INC	Equity Securities	13,529	38,240
	AMCOR PLC	Equity Securities	929	803
	AMEDISYS INC	Equity Securities	258	681
	AMERCO	Equity Securities	173	178
	AMEREN CORPORATION	Equity Securities	576	1,030
	AMERICAN AIRLINES GROUP INC	Equity Securities	11,125	7,346
	AMERICAN ELECTRIC POWER	Equity Securities	1,459	2,383
	AMERICAN EXPRESS CO	Equity Securities	2,275	4,496
	AMERICAN FINANCIAL GROUP INC	Equity Securities	403	435
	AMERICAN INTERNATIONAL GROUP	Equity Securities	2,116	2,519
	AMERICAN WATER WORKS CO INC	Equity Securities	551	1,178
	AMERICAN WOODMARK CORP	Equity Securities	1,603	1,707
	AMERIPRISE FINANCIAL INC	Equity Securities	590	1,083
	AMERISOURCEBERGEN CORP	Equity Securities	503	675
	AMETEK INC	Equity Securities	503	1,127
	AMGEN INC	Equity Securities	9,440	20,790
	AMPHENOL CORP CL A	Equity Securities	727	1,480
	ANALOG DEVICES INC	Equity Securities	1,993	3,987
	ANSYS INC	Equity Securities	369	991
	ANTARES PHARMA	Equity Securities	532	559
	ANTHEM INC	Equity Securities	1,532	3,210
	AON PLC	Equity Securities	1,127	2,480
	APACHE CORP	Equity Securities	1,457	486
	APPLE INC	Equity Securities	20,379	54,313
	APPLIED INDUSTRIAL TECHNOLOGIE	Equity Securities	1,723	1,681
	APPLIED MATERIALS INC	Equity Securities	2,164	6,320
	APTIV PLC	Equity Securities	584	1,161
	AQUILEX HLDGS LLC	Equity Securities	243	-
	ARAMARK	Equity Securities	427	570
	ARCH CAPITAL GROUP LTD	Equity Securities	378	849
	ARCHER DANIELS MIDLAND CO	Equity Securities	1,109	1,200
	ARCHROCK INC	Equity Securities	407	388
	ARCONIC INC	Equity Securities	576	599
	ARDMORE SHIPPING CORP	Equity Securities	885	587
	ARGENX SE - ADR	Equity Securities	854	1,174
	ARISTA NETWORKS	Equity Securities	479	669
	ARLO TECHNOLOGIES INC	Equity Securities	867	287
	ARMSTRONG WORLD INDUSTRIES INC	Equity Securities	1,009	1,673

ARROW ELECTRONICS INC	Equity Securities	227	346
ARTHUR J GALLAGHER + CO	Equity Securities	475	867
ASCENDIS PHARMA A/S	Equity Securities	522	722
ASHLAND GLOBAL HOLDINGS INC	Equity Securities	1,357	1,649
ASML HOLDING NV NY REG SHS	Equity Securities	4	27
ASSURANT INC	Equity Securities	1,256	1,941
ASTRAZENECA PLC	Equity Securities	12,181	17,086
AT+T INC	Equity Securities	13,616	14,564
ATHENE HOLDING-A	Equity Securities	405	348
ATMOS ENERGY CORP	Equity Securities	511	734
AURINIA PHARMACEUTICALS INC	Equity Securities	390	318
AUTODESK INC	Equity Securities	700	1,674
AUTOLIV INC	Equity Securities	352	362
AUTOMATIC DATA PROCESSING	Equity Securities	1,707	3,704
AUTOZONE INC	Equity Securities	808	1,454
AVAYA HOLDINGS C	Equity Securities	1,014	635
AVERY DENNISON CORP	Equity Securities	264	534
AXA EQUITABLE HOLDINGS INC	Equity Securities	321	366
AXALTA COATING SYSTEMS LTD	Equity Securities	337	353
AXIS CAPITAL HOLDINGS LTD	Equity Securities	783	787
AZ. BGP HOLDINGS	Equity Securities	-	-
BAKER HUGHES A	Equity Securities	1,326	791
BALL CORP	Equity Securities	496	1,208
BANCO ESPIRITO SANTO REG	Equity Securities	143	-
BANK OF AMERICA CORP	Equity Securities	10,431	18,633
BANK OF NEW YORK MELLON CORP	Equity Securities	1,527	2,020
BANK OF NT BUTTERFIELD & SON L	Equity Securities	1,088	1,094
BANK OZK	Equity Securities	1,595	1,205
BANKUNITED INC	Equity Securities	2,006	2,021
BAXTER INTERNATIONAL INC	Equity Securities	1,064	2,255
BB+T CORP	Equity Securities	1,359	2,145
BECTON DICKINSON AND CO	Equity Securities	2,250	3,571
BERKSHIRE HATHAWAY INC CL B	Equity Securities	8,688	14,189
BEST BUY CO INC	Equity Securities	448	907
BIOGEN INC	Equity Securities	6,387	13,430
BIOMARIN PHARMACEUTICAL INC	Equity Securities	7,893	7,714
BLACKBERRY LTD	Equity Securities	8,245	3,104
* BLACKROCK INC	Equity Securities	1,803	2,752
BLUEPRINT MEDICINES CORP	Equity Securities	907	1,734
* BOEING CO/THE	Equity Securities	3,098	10,719
BOINGO WIRELESS	Equity Securities	769	283
BOOKING HOLDINGS	Equity Securities	2,234	4,420
BORGWARNER INC	Equity Securities	407	410
BOSTON PRIVATE FINANCIAL HOLDI	Equity Securities	1,172	1,093
BOSTON SCIENTIFIC CORP	Equity Securities	2,200	6,791
BOYD GAMING CORP	Equity Securities	947	831
BRIDGEWATER BANC	Equity Securities	1,151	1,061
BRIGHAM MINERALS	Equity Securities	1,071	1,048
BRIGHTHOUSE FINANCIAL INC	Equity Securities	296	251
BRIGHTSPHERE INV	Equity Securities	783	597
BRINK'S CO/THE	Equity Securities	952	912
BRISTOL MYERS SQUIBB CO	Equity Securities	11,957	10,951
BRIT AMER TO-ADR	Equity Securities	-	-
BROADCOM INC	Equity Securities	2,893	5,775
BROADRIDGE FINANCIAL SOLUTIONS	Equity Securities	371	718
BROOKS AUTOMATION INC	Equity Securities	1,202	1,385
BROWN FORMAN CORP CLASS B	Equity Securities	562	1,005
BRUKER CORP	Equity Securities	606	1,072
BRUNSWICK CORP/DE	Equity Securities	1,672	1,756
BUILDERS FIRSTSOURCE INC	Equity Securities	1,214	1,640
BUNGE LTD	Equity Securities	472	421
BURLINGTON STORE	Equity Securities	582	699
C.H. ROBINSON WORLDWIDE INC	Equity Securities	513	590
CABOT OIL + GAS CORP	Equity Securities	1,167	992
CACTUS INC- A	Equity Securities	1,154	1,256
CADENCE DESIGN SYSTEMS INC	Equity Securities	378	992
CALLAWAY GOLF CO	Equity Securities	667	668
CAMDEN NATIONAL CORP	Equity Securities	1,539	1,982
CAMPBELL SOUP CO	Equity Securities	510	451
CAPITAL ONE FINANCIAL CORP	Equity Securities	1,472	2,274
CAPRI HOLDINGS LTD	Equity Securities	1,796	1,528
CARDINAL HEALTH INC	Equity Securities	991	738
CARMAX INC	Equity Securities	5,264	10,596
CARNIVAL CORP	Equity Securities	8,138	8,893
CARPENTER TECHNOLOGY	Equity Securities	561	527
CARRIAGE SERVICE	Equity Securities	80	65
CARTER'S INC	Equity Securities	1,507	1,396
CATALENT INC	Equity Securities	533	1,087
CATERPILLAR INC	Equity Securities	7,207	10,065
CBIZ INC	Equity Securities	1,393	2,460
CBOE GLOBAL MARK	Equity Securities	851	1,042
CBRE GROUP INC A	Equity Securities	412	848
CBS CORP CLASS B NON VOTING	Equity Securities	730	694
CDK GLOBAL INC	Equity Securities	358	317
CDW CORP/DE	Equity Securities	362	1,000
CELANESE CORP SERIES A	Equity Securities	370	827
CELGENE CORP	Equity Securities	2,783	3,654
CENTENE CORP	Equity Securities	838	914
CENTENNIAL RES-A	Equity Securities	1,181	448
CENTERPOINT ENERGY INC	Equity Securities	569	777
CENTRAL GARDEN-A	Equity Securities	262	263
CENTURYLINK INC	Equity Securities	1,371	626
CERNER CORP	Equity Securities	863	1,149
CF INDUSTRIES HOLDINGS INC	Equity Securities	370	608
CHARTER COMMUNICATIONS INC	Equity Securities	1,465	3,472
CHENIERE ENERGY INC	Equity Securities	469	783
CHEVRON CORP	Equity Securities	10,167	11,927
CHILDREN'S PLACE	Equity Securities	1,309	1,032
CHIPOTLE MEXICAN GRILL INC	Equity Securities	591	1,158

CHUBB LTD	Equity Securities	2,614	3,864
CHURCH + DWIGHT CO INC	Equity Securities	498	970
CIGNA CORP	Equity Securities	2,514	3,047
CIMAREX ENERGY CO	Equity Securities	524	244
CINCINNATI FINANCIAL CORP	Equity Securities	469	964
CINEMARK HOLDINGS INC	Equity Securities	1,190	1,302
CINTAS CORP	Equity Securities	405	1,309
CISCO SYSTEMS INC	Equity Securities	9,098	18,106
CIT GROUP INC	Equity Securities	245	254
* CITIGROUP INC	Equity Securities	8,200	11,823
CITIZENS FINANCIAL GROUP	Equity Securities	569	860
CITRIX SYSTEMS INC	Equity Securities	396	651
CLOROX COMPANY	Equity Securities	683	973
CME GROUP INC	Equity Securities	1,793	3,977
CMS ENERGY CORP	Equity Securities	495	908
COCA COLA CO/THE	Equity Securities	8,579	11,606
COGENT COMMUNICATIONS HOLDIN	Equity Securities	607	997
COGNEX CORP	Equity Securities	639	453
COGNIZANT TECH SOLUTIONS A	Equity Securities	1,548	1,843
COLFAX CORP	Equity Securities	173	192
COLGATE PALMOLIVE CO	Equity Securities	2,573	3,135
COLUMBUS MCK/INY	Equity Securities	1,853	1,709
COMCAST CORP CLASS A	Equity Securities	5,908	10,775
COMERICA INC	Equity Securities	346	568
COMMERCIAL METAL	Equity Securities	1,687	1,297
COMMVAULT SYSTEM	Equity Securities	828	639
CONAGRA FOODS INC	Equity Securities	756	759
CONCHO RESOURCES INC	Equity Securities	1,228	687
CONNECTICUT VY STRUCTURED CR	Equity Securities	3	-
CONOCOPHILLIPS	Equity Securities	2,908	3,417
CONSOLIDATED EDISON INC	Equity Securities	1,238	1,663
CONSTELLATION BRANDS INC A	Equity Securities	976	1,787
CONTINENTAL RESOURCES INC/OK	Equity Securities	223	156
COOPER COS INC/THE	Equity Securities	457	771
COPART INC	Equity Securities	609	892
CORNERSTONE ONDEMAND INC	Equity Securities	1,107	1,562
CORNING INC	Equity Securities	2,258	3,261
CORTEVA INC	Equity Securities	1,420	1,515
COSTAR GROUP INC	Equity Securities	458	1,183
COSTCO WHOLESALE CORP	Equity Securities	2,951	6,618
COTY INC-CL A	Equity Securities	278	151
COWEN INC	Equity Securities	1,438	1,415
CRA INTERNATIONAL	Equity Securities	34	34
CREE INC	Equity Securities	2,596	2,941
CRISPR THERAPEUT	Equity Securities	523	451
CROWN HOLDINGS INC	Equity Securities	301	474
CRYOPORT	Equity Securities	168	245
CSX CORP	Equity Securities	1,030	2,791
CUMMINS INC	Equity Securities	882	1,269
CVS HEALTH CORP	Equity Securities	7,055	6,504
DANAHER CORP W/D	Equity Securities	2,350	4,933
DARDEN RESTAURANTS INC	Equity Securities	341	728
DARLING INGREDIENTS INC	Equity Securities	1,081	1,362
DAVITA HEALTHCARE PARTNERS I	Equity Securities	417	399
DEERE + COMPANY	Equity Securities	1,899	3,548
DELEK US HOLDING	Equity Securities	1,121	1,249
DELL TECHNOLOGIES-C	Equity Securities	493	561
DELTA AIR LINES INC	Equity Securities	2,901	6,161
DENNY'S CORP	Equity Securities	374	747
DENTSPLY SIRONA Inc	Equity Securities	663	649
DESIGNER BRAND-A	Equity Securities	1,191	945
DEVON ENERGY CORP	Equity Securities	1,241	631
DEXCOM	Equity Securities	575	672
DIAMONDBACK ENERGY INC	Equity Securities	851	722
DICK S SPORTING GOODS INC	Equity Securities	1,672	1,877
DIRECTBUY HOLDINGS INC	Equity Securities	-	-
DISCOVER FINANCIAL SERVICES	Equity Securities	3,915	5,224
DISCOVERY COMMUNICATIONS A	Equity Securities	199	219
DISCOVERY COMMUNICATIONS C	Equity Securities	507	482
DISH NETWORK CORP A	Equity Securities	551	412
DMC GLOBAL INC	Equity Securities	608	523
DOCUSIGN INC	Equity Securities	289	328
DOLLAR GENERAL CORP	Equity Securities	974	2,158
DOLLAR TREE INC	Equity Securities	887	1,423
DOMINION ENERGY	Equity Securities	2,921	3,368
DOMINO S PIZZA INC	Equity Securities	265	489
DOUGLAS DYNAMICS	Equity Securities	1,400	1,578
DOVER CORP	Equity Securities	372	753
DOW INC	Equity Securities	2,365	2,571
DR HORTON INC	Equity Securities	453	932
DROPBOX INC-A	Equity Securities	224	200
DTE ENERGY COMPANY	Equity Securities	766	1,252
DUKE ENERGY CORP	Equity Securities	2,837	3,655
DULUTH HLDGS - B	Equity Securities	823	418
DUPONT DE NEMOURS INC	Equity Securities	3,509	3,854
DXC TECHNOLOGY CO	Equity Securities	1,188	726
E TRADE FINANCIAL CORP	Equity Securities	2,334	3,461
EAGLE MATERIALS INC	Equity Securities	1,008	1,035
EAST WEST BANCORP INC	Equity Securities	422	341
EASTMAN CHEMICAL CO	Equity Securities	420	524
EATON CORP PLC	Equity Securities	1,292	1,837
EATON VANCE CORP	Equity Securities	215	282
EBAY INC	Equity Securities	1,818	3,349
EBIX INC	Equity Securities	1,506	1,057
ECOLAB INC	Equity Securities	1,302	2,670
EDISON INTERNATIONAL	Equity Securities	1,188	1,417
EDWARDS LIFESCIENCES CORP	Equity Securities	838	2,402
ELANCO ANIMAL HEALTH INC	Equity Securities	2,181	3,799
ELECTRONIC ARTS INC	Equity Securities	904	1,979

ELEMENT SOLUTIONS	Equity Securities	1,243	1,079
ELI LILLY & CO	Equity Securities	12,372	25,986
EMERSON ELECTRIC CO	Equity Securities	1,790	2,191
EMPLOYERS HOLDINGS INC	Equity Securities	371	510
ENERSYS	Equity Securities	390	382
ENPRO INDUSTRIES	Equity Securities	1,437	1,318
ENSIGN GROUP INC	Equity Securities	854	735
ENTEGRIIS INC	Equity Securities	1,302	2,203
ENTERGY CORP	Equity Securities	752	1,135
EOG RESOURCES INC	Equity Securities	2,578	2,536
EPAM SYSTEMS INC	Equity Securities	467	510
EQUIFAX INC	Equity Securities	539	846
EQUITY BANCSHA-A	Equity Securities	2,118	1,670
ERICSSON (LM) TEL SP ADR	Equity Securities	7,508	5,782
ERIE INDEMNITY-A	Equity Securities	263	241
ESSENT GROUP LTD	Equity Securities	767	1,263
ESTEE LAUDER COMPANIES CL A	Equity Securities	914	2,319
EVERBRIDGE INC	Equity Securities	776	1,160
EVEREST RE GROUP LTD	Equity Securities	293	536
EVERGY INC	Equity Securities	793	951
EVERSOURCE ENERGY	Equity Securities	825	1,422
EXACT SCIENCES	Equity Securities	637	587
EXELON CORP	Equity Securities	1,920	2,492
EXLSERVICE HOLDINGS INC	Equity Securities	1,521	1,995
EXPEDIA INC	Equity Securities	685	1,005
EXPEDITORS INTL WASH INC	Equity Securities	432	648
EXTREME NETWORKS	Equity Securities	1,020	827
EXXON MOBIL CORPORATION	Equity Securities	18,686	15,700
F5 NETWORKS INC	Equity Securities	390	462
FACEBOOK INC A	Equity Securities	11,748	22,559
* FACTSET RESEARCH	Equity Securities	553	486
FASTENAL CO	Equity Securities	576	932
FEDERAL SIGNAL CORP	Equity Securities	900	1,706
FEDEX CORP	Equity Securities	7,297	8,854
FERROGLOBE REP + WRNTY INS TRUST	Equity Securities	-	-
FIDELITY NATIONAL INFORMATION SERVICES	Equity Securities	2,101	4,315
FIFTH THIRD BANCORP	Equity Securities	734	1,130
FIRST CITIZENS-A	Equity Securities	963	1,037
FIRST FOUNDATION INC	Equity Securities	1,634	1,697
FIRST REPUBLIC BANK/CA	Equity Securities	578	859
FIRSTCASH INC	Equity Securities	914	1,063
FIRSTENERGY CORP	Equity Securities	976	1,320
FISERV INC	Equity Securities	1,348	3,134
FLEETCOR TECHNOLOGIES INC	Equity Securities	595	1,354
FLEX LTD	Equity Securities	6,090	6,139
FLIR SYSTEMS INC	Equity Securities	222	391
FLOWSERVE CORP	Equity Securities	300	325
FLUOR CORP	Equity Securities	413	142
FLY LEASING LTD	Equity Securities	447	728
FMC CORP	Equity Securities	280	626
FNB CORP	Equity Securities	2,113	2,039
FNF GROUP	Equity Securities	288	598
* FORD MOTOR CO	Equity Securities	2,762	1,882
FORMFACTOR INC	Equity Securities	1,128	1,305
FORTINET INC	Equity Securities	236	542
FORTIVE CORP	Equity Securities	603	1,049
FORTUNE BRANDS HOME + SECURITY	Equity Securities	421	440
FOX CORP - A	Equity Securities	750	569
FOX CORP - B	Equity Securities	319	243
FRANKLIN RESOURCES INC	Equity Securities	613	464
FREEPORT MCMORAN INC	Equity Securities	1,638	746
FTI CONSULTING	Equity Securities	745	1,145
G III APPAREL	Equity Securities	797	745
GAP INC/THE	Equity Securities	292	215
GARMIN LTD	Equity Securities	358	597
GARTNER INC	Equity Securities	455	692
GASLOG LTD	Equity Securities	565	398
GENERAL DYNAMICS CORP	Equity Securities	1,601	2,515
GENERAL ELECTRIC CO	Equity Securities	11,180	4,069
GENERAL MILLS INC	Equity Securities	1,698	1,689
* GENERAL MOTORS CO	Equity Securities	2,126	2,550
GENUINE PARTS CO	Equity Securities	608	729
GIBRALTAR INDUSTRIES	Equity Securities	887	1,084
GILEAD SCIENCES INC	Equity Securities	4,246	4,233
GLAUKOS CORP	Equity Securities	638	1,113
GLOBAL BLOOD THERAPEUTICS INC	Equity Securities	1,221	1,553
GLOBAL PAYMENTS INC	Equity Securities	1,028	2,415
GLOBE LIFE INC	Equity Securities	262	561
GODADDY INC-A	Equity Securities	632	587
* GOLDMAN SACHS GROUP INC	Equity Securities	2,794	3,608
GRAPHIC PACKAGING HOLDING CO	Equity Securities	1,964	2,131
GREAT WESTERN BANCORP INC	Equity Securities	1,914	1,878
GRUBHUB INC	Equity Securities	357	259
H+R BLOCK INC	Equity Securities	235	262
HALLIBURTON CO	Equity Securities	1,946	865
HANESBRANDS INC	Equity Securities	534	298
HANGER INC	Equity Securities	1,109	1,107
HANMI FINANCIAL CORP	Equity Securities	1,382	1,100
HANOVER INSURANCE GROUP INC	Equity Securities	546	637
HARLEY DAVIDSON INC	Equity Securities	417	321
HARSCO CORP	Equity Securities	1,614	1,291
* HARTFORD FINANCIAL SVCS GRP	Equity Securities	670	1,155
HASBRO INC	Equity Securities	406	698
HCA HOLDINGS INC	Equity Securities	901	1,723
HD SUPPLY HOLDIN	Equity Securities	382	370
HEALTHCARE SERVICES GROUP	Equity Securities	2,674	1,574
HEICO CORP	Equity Securities	231	275
HEICO CORP-A	Equity Securities	339	380
HELEN OF TROY	Equity Securities	565	930

HELIUM ENERGY SOLUTIONS GROUP I	Equity Securities	925	1,216
HELMERICH + PAYNE	Equity Securities	361	232
HENRY SCHEIN INC	Equity Securities	373	481
HERITAGE-CRYSTAL CLEAN INC	Equity Securities	1,411	1,418
HERSHEY CO/THE	Equity Securities	744	1,224
HESKA CORP	Equity Securities	809	765
HESS CORP	Equity Securities	2,586	2,908
HEWLETT PACKARD ENTERPRISE CO	Equity Securities	7,253	9,208
HILTON GRAND VAC	Equity Securities	1,551	1,584
HILTON WORLDWIDE	Equity Securities	842	1,328
HOLLYFRONTIER CORP	Equity Securities	227	478
HOLOGIC INC	Equity Securities	447	737
HOME DEPOT INC	Equity Securities	5,279	13,416
HONEYWELL INTERNATIONAL INC	Equity Securities	3,737	7,201
HORIZON THERAPEUTICS	Equity Securities	678	727
HORMEL FOODS CORP	Equity Securities	387	675
HP INC	Equity Securities	5,171	6,861
HUMANA INC	Equity Securities	980	1,830
HUNT (JB) TRANSPRT SVCS INC	Equity Securities	315	523
HUNTINGTON BANCSHARES INC	Equity Securities	539	781
HUNTINGTON INGALLS INDUSTRIE	Equity Securities	392	469
IAC/INTERACTIVECORP	Equity Securities	541	883
IBERIABANK CORP	Equity Securities	1,623	1,503
ICF INTERNATIONAL INC	Equity Securities	953	1,478
IDEX CORP	Equity Securities	1,087	2,160
IDEXX LABORATORIES INC	Equity Securities	409	1,182
* IHS MARKIT LTD	Equity Securities	709	1,337
ILLINOIS TOOL WORKS	Equity Securities	1,539	2,661
ILLUMINA INC	Equity Securities	1,676	3,494
IMMUNOMEDICS INC	Equity Securities	661	536
INCYTE CORP	Equity Securities	803	710
INGERSOLL RAND PLC	Equity Securities	651	1,538
INGREDION INC	Equity Securities	475	314
INNOSPEC INC	Equity Securities	955	1,212
INPHI CORP	Equity Securities	1,366	2,027
INSTALLED BUILDING PRODUCTS IN	Equity Securities	893	1,079
INTEL CORP	Equity Securities	10,680	19,088
INTERCONTINENTAL EXCHANGE	Equity Securities	1,261	2,695
INTERNATIONAL FLAVORS & FRAGRANCES INC	Equity Securities	568	643
INTERNATIONAL PAPER CO	Equity Securities	748	817
INTERPUBLIC GROUP OF COS INC	Equity Securities	361	446
INTL BUSINESS MACHINES CORP	Equity Securities	7,274	6,813
INTUIT INC	Equity Securities	2,058	6,758
INTUITIVE SURGICAL INC	Equity Securities	1,382	3,324
INVESCO LTD	Equity Securities	565	367
IONIS PHARMACEUTICALS	Equity Securities	442	407
IPG PHOTONICS	Equity Securities	416	247
IQVIA HOLDINGS I	Equity Securities	726	1,340
ITT INC	Equity Securities	1,384	2,178
JABIL CIRCUIT INC	Equity Securities	940	1,763
JACK HENRY	Equity Securities	427	587
JACOBS ENGINEERING GROUP INC	Equity Securities	3,564	6,719
JAMES RIVER GROUP HOLDINGS LTD	Equity Securities	995	1,404
JAZZ PHARMACEUTICALS PLC	Equity Securities	492	401
JEFFERIES FINANCIAL GROUP	Equity Securities	382	314
JETBLUE AIRWAYS CORP	Equity Securities	894	2,095
JM SMUCKER CO/THE	Equity Securities	711	665
JOHN BEAN TECHNOLOGIES	Equity Securities	1,465	1,412
JOHNSON + JOHNSON	Equity Securities	13,896	18,034
JOHNSON CONTROLS INTERNATIONAL	Equity Securities	1,905	1,837
JONES LANG LASALLE INC	Equity Securities	1,100	1,130
* JPMORGAN CHASE & CO	Equity Securities	17,045	34,961
JUNIPER NETWORKS INC	Equity Securities	440	418
KALVISTA PHARMACEUTICALS	Equity Securities	700	304
KANSAS CITY SOUTHERN	Equity Securities	399	682
KBR INC	Equity Securities	919	876
KELLOGG CO	Equity Securities	898	834
KEMPER CORP	Equity Securities	1,441	1,388
KEYCORP	Equity Securities	577	944
KEYSIGHT TECHNOLOGIES IN	Equity Securities	1,293	3,088
KIMBERLY CLARK CORP	Equity Securities	1,895	2,566
KINDER MORGAN INC W/I	Equity Securities	2,816	2,221
KKR & CO INC-A	Equity Securities	574	671
KLA TENCOR CORP	Equity Securities	2,237	5,586
KNIGHT-SWIFT TRA	Equity Securities	293	260
KOHL'S CORP	Equity Securities	427	444
KRAFT HEINZ CO/THE	Equity Securities	2,280	999
KRATOS DEFENSE &	Equity Securities	592	872
KROGER CO	Equity Securities	1,091	1,058
L BRANDS INC	Equity Securities	7,792	2,870
L3HARRIS TECHNOLOGIES INC	Equity Securities	985	2,437
LABORATORY CORP OF AMER HLDGS	Equity Securities	590	856
LAM RESEARCH CORP	Equity Securities	601	1,811
LAMB WESTON	Equity Securities	567	545
LAS VEGAS SANDS CORP	Equity Securities	967	1,141
LAUREATE EDUCA-A	Equity Securities	1,687	1,944
LEAR CORP	Equity Securities	388	421
LEGGETT + PLATT INC	Equity Securities	272	286
LEIDOS HOLDINGS INC	Equity Securities	423	653
LENNAR CORP A	Equity Securities	679	870
LENNOX INTL INC	Equity Securities	347	476
LHC GROUP INC	Equity Securities	348	788
LIBERTY BROADBAND CORP	Equity Securities	388	598
LIBERTY GLOBAL PLC SERIES C	Equity Securities	393	325
LIBERTY MEDIA CORP	Equity Securities	391	447
LIBERTY MEDIA CORP SIRIUSXM	Equity Securities	328	605
LINCOLN NATIONAL CORP	Equity Securities	383	658
LINDE PLC	Equity Securities	4,701	5,614
LIVE NATION ENTERTAINMENT	Equity Securities	348	509

LIVEPERSON INC	Equity Securities	801	1,631
LKQ CORP	Equity Securities	385	519
LOCKHEED MARTIN CORP	Equity Securities	2,450	5,214
LOEWS CORP	Equity Securities	552	713
LOWE'S COS INC	Equity Securities	2,327	4,593
LULULEMON ATHLETICA INC	Equity Securities	441	1,149
LUMENTUM HOL	Equity Securities	1,796	1,864
LYONDELLBASELL INDU CL A	Equity Securities	1,029	1,348
M + T BANK CORP	Equity Securities	795	1,128
MACY S INC	Equity Securities	584	252
MAGNOLIA OIL & GAS-A	Equity Securities	793	714
MANPOWERGROUP INC	Equity Securities	211	294
MARATHON OIL CORP	Equity Securities	822	519
MARATHON PETROLEUM CORP	Equity Securities	1,186	2,189
MARKEL CORP	Equity Securities	641	817
MARKETAXESS	Equity Securities	562	655
MARRIOTT INTERNATIONAL CL A	Equity Securities	1,152	2,097
MARSH & MCLENNAN COS INC	Equity Securities	2,617	6,460
MARTEN TRANSPORT	Equity Securities	795	842
MARTIN MARIETTA MATERIALS	Equity Securities	476	845
MARVELL TECHNOLOGY GROUP LTD	Equity Securities	541	808
MASCO CORP	Equity Securities	332	643
MASTERCARD INC CLASS A	Equity Securities	3,546	13,536
MATTEL INC	Equity Securities	4,609	2,850
MAXIM INTEGRATED PRODUCTS	Equity Securities	441	813
MAXLINEAR	Equity Securities	1,369	1,475
MCCORMICK + CO NON VTG SHRS	Equity Securities	519	997
MCDONALD'S CORP	Equity Securities	4,239	8,583
MCKESSON CORP	Equity Securities	1,503	1,404
MEDTRONIC PLC	Equity Securities	6,032	8,122
MERCADOLIBRE INC	Equity Securities	412	1,236
MERCK + CO INC	Equity Securities	6,731	11,360
MERIT MEDICAL SYSTEMS INC	Equity Securities	556	673
MERITOR INC	Equity Securities	1,030	918
METLIFE INC	Equity Securities	1,629	2,096
METTLER TOLEDO INTERNATIONAL	Equity Securities	403	942
MGIC INVT CORP	Equity Securities	1,121	1,045
MGM RESORTS INTERNATIONAL	Equity Securities	601	743
MICROCHIP TECHNOLOGY INC	Equity Securities	648	1,172
MICRON TECHNOLOGY INC	Equity Securities	3,828	11,492
MICROSOFT CORP	Equity Securities	21,772	72,252
MICRO-SP ADR	Equity Securities	1,684	718
MIDDLEBY CORP	Equity Securities	387	343
MIDLAND STATES BANCORP INC	Equity Securities	1,107	1,128
MIMECAST LTD	Equity Securities	918	931
MIRATI THERAPEUTICS	Equity Securities	717	779
MOHAWK INDUSTRIES INC	Equity Securities	488	411
MOLSON COORS BREWING CO B	Equity Securities	799	574
MONDELEZ INTERNATIONAL INC A	Equity Securities	2,636	4,216
MONGODB INC	Equity Securities	346	289
MONOLITHIC POWER SYSTEMS INC	Equity Securities	337	825
MONSTER BEVERAGE CORP	Equity Securities	871	1,227
MOODY'S CORP	Equity Securities	669	1,811
* MORGAN STANLEY	Equity Securities	1,726	2,883
MORPHOSYS AG ADR	Equity Securities	1,667	1,750
MOSAIC CO/THE	Equity Securities	714	369
MOTOROLA SOLUTIONS INC	Equity Securities	509	1,453
MRC GLOBAL INC	Equity Securities	1,846	1,172
* MSCI INC	Equity Securities	327	965
MSG NETWORKS- A	Equity Securities	692	449
MURPHY USA INC	Equity Securities	1,007	1,049
MYLAN NV	Equity Securities	1,254	508
NASDAQ INC	Equity Securities	297	623
NATIONAL OILWELL VARCO INC	Equity Securities	1,052	451
NATIONAL WESTERN LIFE GROUP IN	Equity Securities	718	778
NATURAL GAS SERVICES	Equity Securities	942	606
NEKTAR THERAPEUTICS	Equity Securities	690	157
NETAPP INC	Equity Securities	6,047	8,913
NETFLIX INC	Equity Securities	2,202	6,174
NEUROCRINE BIOSCIENCES INC	Equity Securities	1,203	1,730
NEW JERSEY RESOURCES CORP	Equity Securities	1,402	1,840
NEWELL BRANDS INC	Equity Securities	2,824	1,863
NEWMONT MINING CORP	Equity Securities	1,674	1,615
NEWS CORP CLASS A	Equity Securities	217	283
NEXTERA ENERGY INC	Equity Securities	2,733	5,893
NIELSEN HOLDINGS PLC	Equity Securities	856	402
NIKE INC CL B	Equity Securities	2,777	6,214
NISOURCE INC	Equity Securities	446	536
NMI HOLDINGS INC	Equity Securities	288	704
NN INC	Equity Securities	1,296	434
NOBLE ENERGY INC	Equity Securities	1,208	785
NOKIA CORP-ADR	Equity Securities	3,497	3,436
NORDSTROM INC	Equity Securities	259	190
NORFOLK SOUTHERN CORP	Equity Securities	1,148	2,570
NORTHERN TRUST CORP	Equity Securities	2,195	2,509
NORTHROP GRUMMAN CORP	Equity Securities	1,276	3,224
NORTHWEST NATURAL HOLDING	Equity Securities	501	528
NORWEGIAN CRUISE LINE HOLDING	Equity Securities	2,352	2,716
NOVARTIS AG SPONSORED ADR	Equity Securities	6,253	8,526
NOVOCURIE LTD	Equity Securities	1,028	860
NRG ENERGY	Equity Securities	616	614
NUANCE COMMUNICATIONS INC	Equity Securities	3,020	2,759
NUCOR CORP	Equity Securities	759	808
NVIDIA CORP	Equity Securities	2,044	7,021
NVR INC	Equity Securities	430	677
O REILLY AUTOMOTIVE INC	Equity Securities	767	1,661
OCCIDENTAL PETROLEUM CORP	Equity Securities	3,605	2,100
OGE ENERGY CORP	Equity Securities	318	485
OKTA INC	Equity Securities	576	522

OLD DOMINION FREIGHT LINE	Equity Securities	422	556
OMNICOM GROUP	Equity Securities	749	895
ON SEMICONDUCTOR CORP	Equity Securities	571	436
ONE GAS INC	Equity Securities	1,331	1,720
ONEOK INC	Equity Securities	1,029	1,582
OPTION CARE HEALTH	Equity Securities	307	488
ORACLE CORP	Equity Securities	5,531	8,134
ORRSTOWN FINANCIAL SERVICES	Equity Securities	401	449
ORTHOPEDIATRICS	Equity Securities	442	695
OWENS CORNING	Equity Securities	525	376
OXFORD INDUSTRIES INC	Equity Securities	1,299	1,369
PACCAR INC	Equity Securities	946	1,232
PACKAGING CORP OF AMERICA	Equity Securities	352	541
PALO ALTO NETWORKS INC	Equity Securities	691	1,072
PARKER HANNIFIN CORP	Equity Securities	700	1,199
PARSLEY ENERGY INC	Equity Securities	383	195
PAYCHEX INC	Equity Securities	814	1,401
PAYCOM SOFTWARE	Equity Securities	541	545
PAYLOCITY HOLDING	Equity Securities	826	1,151
PAYPAL HOLDINGS INC	Equity Securities	3,231	9,910
PB BANCORP INC	Equity Securities	263	340
PEGASUS COMPANIES INC	Equity Securities	170	-
PEGASYSTEMS INC	Equity Securities	716	789
PENTAIR PLC	Equity Securities	298	347
PEOPLE S UNITED FINANCIAL	Equity Securities	271	288
PEPSICO INC	Equity Securities	6,686	10,146
PERFORMANCE FOOD GROUP CO	Equity Securities	1,408	2,254
PERKINELMER INC	Equity Securities	1,936	3,372
PERRIGO CO PLC	Equity Securities	812	366
PERSPECTA INC	Equity Securities	81	151
PFIZER INC	Equity Securities	8,415	10,471
PHILIP MORRIS INTERNATIONAL	Equity Securities	7,029	6,166
PHILLIPS 66	Equity Securities	1,533	2,448
PINNACLE FINANCIAL PARTNERS	Equity Securities	1,368	1,249
PINNACLE WEST CAPITAL	Equity Securities	395	582
PIONEER NATURAL RESOURCES CO	Equity Securities	5,860	5,437
PLAINS GP HOLDINGS-A	Equity Securities	207	165
PNC FINANCIAL SERVICES GROUP	Equity Securities	1,751	3,328
POLARIS INDUSTRIES INC	Equity Securities	243	274
POLARITYTE INC	Equity Securities	861	78
PORTLAND GENERAL ELECTRIC CO	Equity Securities	1,331	1,652
POST HOLDINGS IN	Equity Securities	1,383	1,704
PPG INDUSTRIES INC	Equity Securities	984	1,479
PPL CORP	Equity Securities	1,178	1,153
* PRINCIPAL FINANCIAL GROUP	Equity Securities	557	822
PROCTER + GAMBLE CO/THE	Equity Securities	10,291	16,450
PROGRESSIVE CORP	Equity Securities	885	2,317
PROPETRO HOLDING	Equity Securities	817	427
PRUDENTIAL FINANCIAL INC	Equity Securities	1,400	1,908
PTC INC	Equity Securities	498	389
PTC THERAPEUTICS	Equity Securities	406	284
PUBLIC SERVICE ENTERPRISE GP	Equity Securities	1,083	1,637
PULTEGROUP INC	Equity Securities	215	515
PVH CORP	Equity Securities	365	357
QIAGEN NV	Equity Securities	1,996	2,770
QORVO INC	Equity Securities	417	497
QUALCOMM INC	Equity Securities	8,727	11,358
QUANTERIX CORP	Equity Securities	371	369
QUEST DIAGNOSTICS INC	Equity Securities	478	718
QURATE RETAIL IN	Equity Securities	452	226
R1 RCM INC	Equity Securities	1,131	921
RADNET INC	Equity Securities	1,444	1,521
RALPH LAUREN CORP	Equity Securities	320	280
RAMBUS INC	Equity Securities	697	463
RAYMOND JAMES FINANCIAL INC	Equity Securities	963	1,279
RAYTHEON COMPANY	Equity Securities	1,503	2,924
RBC BEARINGS INC	Equity Securities	1,205	1,460
REGENERON PHARMACEUTICALS	Equity Securities	1,134	1,144
REGIONS FINANCIAL CORP	Equity Securities	436	884
REINSURANCE GROUP OF AMERICA	Equity Securities	414	544
RENAISSANCE HOLDINGS LTD	Equity Securities	201	417
REPUBLIC SERVICES INC	Equity Securities	476	1,002
RESIDEO TECHNOLOGIES INC	Equity Securities	27	34
RESMED INC	Equity Securities	374	964
RINGCENTRAL IN-A	Equity Securities	321	1,433
ROBERT HALF INTL INC	Equity Securities	229	368
ROCHE HOLDING AG GENUSSCHEIN	Equity Securities	432	583
ROCKWELL AUTOMATION INC	Equity Securities	767	1,283
ROKU INC	Equity Securities	632	438
ROLLINS INC	Equity Securities	224	265
ROPER TECHNOLOGIES INC	Equity Securities	804	1,902
ROSS STORES INC	Equity Securities	2,696	8,293
ROYAL CARIBBEAN CRUISES LTD	Equity Securities	2,031	3,184
* S&P GLOBAL INC	Equity Securities	1,108	3,234
SABRE CORP	Equity Securities	381	307
SAILPOINT TECHNOLOGIES	Equity Securities	1,406	1,097
SALESFORCE.COM INC	Equity Securities	3,543	6,497
SAREPTA THERAPEUTICS	Equity Securities	1,004	1,092
SCE TRUST V	Equity Securities	10,500	10,277
SCHLUMBERGER LTD	Equity Securities	5,632	2,485
SCHWAB (CHARLES) CORP	Equity Securities	3,725	7,440
SCOTTS MIRACLE-GRO CO/THE	Equity Securities	779	957
SEAGATE TECHNOLOGY	Equity Securities	538	723
SEALED AIR CORP	Equity Securities	296	339
SEATTLE GENETICS INC	Equity Securities	1,271	2,595
SEI INVESTMENTS COMPANY	Equity Securities	257	421
SEMPRA ENERGY	Equity Securities	1,332	2,084
SEMTECH CORP	Equity Securities	1,254	1,186
SENSATA TECHNOLOGIES HOLDING	Equity Securities	364	455

SERVICEMASTER GLOBAL HOLDINGS	Equity Securities	572	1,224
SERVICENOW INC	Equity Securities	788	2,410
SHERWIN WILLIAMS CO/THE	Equity Securities	962	2,375
SIGNATURE BANK	Equity Securities	404	341
SIRIUS XM HOLDINGS INC	Equity Securities	331	577
SKYWORKS SOLUTIONS INC	Equity Securities	552	717
SMITH (A.O.) CORP	Equity Securities	330	367
SNAP INC - A	Equity Securities	409	558
SNAP ON INC	Equity Securities	450	477
SOLARIS OIL INFRASTRUCTURE-A	Equity Securities	1,360	1,180
SONY CORP SPONSORED ADR	Equity Securities	5,679	15,436
SOUTH JERSEY INDUSTRIES INC	Equity Securities	2,087	2,366
SOUTHERN CO/THE	Equity Securities	2,583	3,344
SOUTHWEST AIRLINES CO	Equity Securities	5,652	17,242
SOUTHWESTERN ENERGY CO	Equity Securities	1,767	249
SPECTRUM BRANDS	Equity Securities	21	22
SPIRIT AEROSYSTEMS HOLDINGS CL A	Equity Securities	480	469
SPLUNK INC	Equity Securities	472	878
SPRINT CORP	Equity Securities	469	652
SQUARE INC - A	Equity Securities	886	1,126
* SS&C TECHNOLOGIES	Equity Securities	446	574
STAMPS.COM INC	Equity Securities	808	1,035
STANFIELD CARRERA CLO	Equity Securities	3,264	-
STANLEY BLACK + DECKER INC	Equity Securities	784	1,172
STARBUCKS CORP	Equity Securities	2,620	5,627
* STATE STREET CORP	Equity Securities	1,052	1,162
STEEL DYNAMICS INC	Equity Securities	429	376
STERIS PLC	Equity Securities	589	636
STERLING BANCORP	Equity Securities	1,609	1,683
STEVEN MADDEN LTD	Equity Securities	1,354	1,951
STRANDLINE RESOURCES LTD	Equity Securities	-	-
STRATEGIC EDUCATION	Equity Securities	500	571
STRYKER CORP	Equity Securities	1,764	3,826
SUNOPTA INC	Equity Securities	771	226
SUNTRUST BANKS INC	Equity Securities	817	1,616
SVB FINANCIAL GROUP	Equity Securities	453	555
SYMANTEC CORP	Equity Securities	650	778
SYNCHRONY FINANCIAL W/I	Equity Securities	830	1,230
SYNNEX CORP	Equity Securities	1,133	1,389
SYNOPSYS INC	Equity Securities	399	1,100
SYSKO CORP	Equity Securities	1,091	2,034
T MOBILE US INC	Equity Securities	740	1,413
T ROWE PRICE GROUP INC	Equity Securities	873	1,394
TAKE-TWO INTERACTIVE SOFTWARE	Equity Securities	681	765
TAPESTRY INC	Equity Securities	657	367
TARGA RESOURCES	Equity Securities	570	460
TARGET CORP	Equity Securities	1,817	2,931
TAYLOR MORRISON HOME CORP	Equity Securities	1,372	1,637
TCF FINANCIAL CORP	Equity Securities	1,780	1,409
TD AMERITRADE HOLDING CORP	Equity Securities	421	661
TE CONNECTIVITY LTD	Equity Securities	1,042	1,646
TECHNIPFMC PLC	Equity Securities	786	532
TELEFLEX INC	Equity Securities	383	832
TERADYNE INC	Equity Securities	577	1,604
TESLA MOTORS INC	Equity Securities	2,189	3,193
TEXAS INSTRUMENTS INC	Equity Securities	8,139	25,441
TEXAS ROADHOUSE	Equity Securities	1,506	1,297
TEXTRON INC	Equity Securities	1,271	1,448
THERMO FISHER SCIENTIFIC INC	Equity Securities	5,559	13,018
TIFFANY + CO	Equity Securities	376	508
TJX COMPANIES INC	Equity Securities	2,519	6,021
TOPBUILD CORP	Equity Securities	757	1,495
TRACTOR SUPPLY COMPANY	Equity Securities	390	549
TRANSDIGM GROUP INC	Equity Securities	570	1,347
TRANSOCEAN LTD	Equity Securities	6,490	1,656
TRANSUNION	Equity Securities	544	789
TRAVELERS COS INC/THE	Equity Securities	1,244	2,021
TREEHOUSE FOODS INC	Equity Securities	1,416	1,286
TREX CO INC	Equity Securities	714	955
TRI POINTE GROUP	Equity Securities	664	800
TRIMBLE NAVIGATION LTD	Equity Securities	2,941	4,781
TRIPADVISOR INC	Equity Securities	290	201
TTM TECHNOLOGIES	Equity Securities	1,263	1,054
TURNING POINT THERAPEUTICS	Equity Securities	802	647
TWILIO INC - A	Equity Securities	797	649
TWITTER INC	Equity Securities	1,112	1,591
TYSON FOODS INC CL A	Equity Securities	740	1,274
UBER TECHNOLOGIES	Equity Securities	415	305
UGI CORP	Equity Securities	522	588
ULTA SALON COSMETICS + FRAGRANCE	Equity Securities	477	761
UNDER ARMOUR INC	Equity Securities	266	181
UNDER ARMOUR INC CLASS A	Equity Securities	285	195
UNION PACIFIC CORP	Equity Securities	2,857	6,189
UNIQUE NV	Equity Securities	1,086	551
UNITED COMMUNITY BANKS INC/GA	Equity Securities	1,086	1,372
UNITED CONTINENTAL HOLDINGS	Equity Securities	3,655	8,390
UNITED PARCEL SERVICE CL B	Equity Securities	4,566	6,179
UNITED RENTALS INC	Equity Securities	347	514
UNITED TECHNOLOGIES CORP	Equity Securities	4,390	6,061
UNITEDHEALTH GROUP INC	Equity Securities	5,349	10,905
UNIVERSAL DISPLAY CORP	Equity Securities	364	1,897
UNIVERSAL HEALTH SERVICES B	Equity Securities	418	653
UNIVEST CORP/PA	Equity Securities	1,058	964
UNUM GROUP	Equity Securities	328	357
US BANCORP	Equity Securities	4,049	5,995
VAIL RESORTS	Equity Securities	460	489
VALERO ENERGY CORP	Equity Securities	840	1,856
VARIAN MEDICAL SYSTEMS INC	Equity Securities	333	579
VARONIS SYSTEMS INC	Equity Securities	1,532	1,698

VEEVA SYSTEMS-A	Equity Securities	462	1,014
VERISIGN INC	Equity Securities	479	1,084
VERISK ANALYTICS INC	Equity Securities	550	1,292
VERIZON COMMUNICATIONS INC	Equity Securities	10,516	13,166
VERTEX PHARMACEUTICALS INC	Equity Securities	1,096	2,232
VF CORP	Equity Securities	836	1,560
VIACOM INC CLASS B	Equity Securities	803	452
VIEWRAY INC	Equity Securities	1,057	391
VIRTUSA CORP	Equity Securities	2,024	1,390
VISA INC CLASS A SHARES	Equity Securities	5,465	19,565
VISTRA ENERGY CO	Equity Securities	363	494
VMWARE INC CLASS A	Equity Securities	963	2,093
VONAGE HOLDINGS	Equity Securities	903	1,057
VOYA FINANCIAL INC	Equity Securities	271	459
VULCAN MATERIALS CO	Equity Securities	576	999
WABCO HOLDINGS INC	Equity Securities	324	396
WABTEC CORP	Equity Securities	765	720
WALGREENS BOOTS ALLIANCE INC	Equity Securities	2,852	2,396
WALMART INC	Equity Securities	5,208	9,028
WALT DISNEY CO/THE	Equity Securities	6,823	12,501
WASTE CONNECTIONS INC	Equity Securities	687	1,286
WASTE MANAGEMENT INC	Equity Securities	1,218	2,569
WATERS CORP	Equity Securities	881	1,816
WAYFAIR INC- A	Equity Securities	314	325
WEC ENERGY GROUP INC	Equity Securities	858	1,565
WELBILT INC	Equity Securities	1,536	1,565
WELLCARE HEALTH PLANS	Equity Securities	655	674
WELLS FARGO & COMPANY	Equity Securities	20,214	22,923
WESTERN ALLIANCE BANCORP	Equity Securities	1,047	1,226
WESTERN DIGITAL CORP	Equity Securities	962	1,193
WESTERN NEW ENGLAND	Equity Securities	590	533
WESTERN UNION CO	Equity Securities	462	567
WESTLAKE CHEMICAL CORP	Equity Securities	231	131
WESTROCK CO	Equity Securities	469	463
WHIRLPOOL CORP	Equity Securities	6,892	7,726
WILLIAMS COMPANIES	Equity Securities	1,784	1,525
* WILLIS TOWERS WATSON PLC	Equity Securities	815	1,267
WINTRUST FINANCIAL	Equity Securities	1,285	1,144
WNS HOLDINGS LTD	Equity Securities	1,086	1,780
WOLVERINE WORLD WIDE INC	Equity Securities	1,338	1,467
WORKDAY INC CLASS A	Equity Securities	896	1,480
WR BERKLEY CORP	Equity Securities	223	556
WRIGHT MEDICAL G	Equity Securities	785	551
WW GRAINGER INC	Equity Securities	495	719
WYNN RESORTS LTD	Equity Securities	578	528
XCEL ENERGY INC	Equity Securities	984	1,726
XEROX HOLDINGS CORP	Equity Securities	321	336
XILINX INC	Equity Securities	604	1,280
XPO LOGISTICS INC	Equity Securities	663	451
XYLEM INC	Equity Securities	331	719
YUM BRANDS INC	Equity Securities	903	1,877
ZAYO GROUP HOLDINGS	Equity Securities	461	452
ZEBRA TECH CORP	Equity Securities	492	578
ZILLOW GROUP INC C	Equity Securities	255	190
ZIMMER BIOMET HOLDINGS INC	Equity Securities	4,284	5,385
ZIONS BANCORP	Equity Securities	428	473
ZOETIS INC	Equity Securities	1,052	3,106
ZOGENIX INC	Equity Securities	375	308
ZYNGA INC- CL A	Equity Securities	578	836
Total equity securities		1,402,436	2,111,349

Debt securities

3M COMPANY	Debt Securities	23,535	24,725
ABBOTT LABORATORIES	Debt Securities	64,693	72,031
ABBYIE INC	Debt Securities	120,097	127,983
ABN AMRO BANK NV	Debt Securities	18,071	18,223
ABU DHABI GOVT	Debt Securities	20,872	20,868
ACE CAPITAL TRUST II	Debt Securities	5,681	5,974
ACTAVIS INC	Debt Securities	3,962	4,136
ACTIVISION BLIZZARD INC	Debt Securities	1,594	1,666
ADVOCATE HEALTH CORP	Debt Securities	4,537	5,428
AEGON FUNDING CO LLC	Debt Securities	4,055	3,655
AEP TEXAS	Debt Securities	7,979	8,580
AEP TRANSMISSION CO	Debt Securities	21,830	23,486
AERCAP IRELAND	Debt Securities	17,428	17,793
AETNA INC	Debt Securities	40,029	41,535
AFLAC INC	Debt Securities	10,384	11,797
AGILENT TECH INC	Debt Securities	9,807	9,778
AHS HOSPITAL CORP	Debt Securities	2,909	3,210
AIA GROUP	Debt Securities	4,656	5,009
AIR CANADA 2017 1AA PTT	Debt Securities	389	400
AIR LEASE CORP	Debt Securities	1,677	1,726
ALABAMA POWER CO	Debt Securities	60,662	66,853
ALCOA INC	Debt Securities	742	768
ALCON FINANCE CO	Debt Securities	8,012	8,188
ALEXANDRIA REAL ESTATE EQUITIES	Debt Securities	29,028	30,995
ALIBABA GROUP HOLDING	Debt Securities	44,607	48,650
ALIMEN COUCHE TARD	Debt Securities	5,407	6,115
ALLEGHANY CORP	Debt Securities	4,057	4,326
ALLEGION US HLDG	Debt Securities	4,771	5,145
ALLERGAN FUNDING SCS	Debt Securities	62,328	65,064
ALLERGAN INC	Debt Securities	3,661	3,673
ALLINA HEALTH SYSTEM	Debt Securities	4,765	5,865
ALLSTATE CORP	Debt Securities	24,458	28,306
ALLY FINANCIAL INC	Debt Securities	8,254	9,400
ALTRIA GROUP INC	Debt Securities	99,081	108,415
AM AIRLN 16-1 B PTT	Debt Securities	1,570	1,560
AM AIRLN 17-1 AA PTT	Debt Securities	2,182	2,321
AM AIRLN 17-1B PTT	Debt Securities	4,926	5,010

AM AIRLN 17-2 AA PTT	Debt Securities	9,125	9,705
AM AIRLN 17-2B PTT	Debt Securities	539	540
AM AIRLN 19-1AA PTT	Debt Securities	2,070	2,124
AMAZON.COM INC	Debt Securities	49,932	56,710
AMER AIRLINE 16-2 AA PTT	Debt Securities	1,636	1,725
AMER AIRLN 13 1 A PTT	Debt Securities	890	1,014
AMER AIRLN 14 1 A PTT	Debt Securities	75	79
AMER AIRLN 14 1 B PTT	Debt Securities	689	706
AMER AIRLN 15 1 A PTT	Debt Securities	4,087	4,233
AMEREN CORP	Debt Securities	6,783	6,824
AMEREN ILLINOIS	Debt Securities	15,116	16,594
AMERICA MOVIL SAB DE CV	Debt Securities	49,054	53,580
AMERICAN AIRLINES 2013 2	Debt Securities	823	801
AMERICAN CAMPUS CMNTYS	Debt Securities	19,224	19,973
AMERICAN ELECTRIC POWER	Debt Securities	14,052	15,253
AMERICAN EXPRESS CO	Debt Securities	40,075	41,926
AMERICAN FINANCIAL GROUP	Debt Securities	7,235	7,660
AMERICAN HOMES 4	Debt Securities	1,030	1,135
* AMERICAN HONDA FINANCE	Debt Securities	15,900	16,466
AMERICAN INTL GROUP	Debt Securities	78,378	85,209
AMERICAN MUNI PWR OHIO INC OH	Debt Securities	5,162	7,067
AMERICAN TOWER CORP	Debt Securities	57,016	60,014
AMERICAN TOWER TRUST I	Debt Securities	2,903	3,011
AMERICAN TRANSMISSION SY	Debt Securities	2,668	3,263
AMERICAN UNIV	Debt Securities	1,285	1,417
AMERICAN WATER CAPITAL C	Debt Securities	23,121	24,729
AMERISOURCEBERGEN CORP	Debt Securities	3,132	3,300
AMGEN INC	Debt Securities	69,602	77,762
ANGLO AMERICAN	Debt Securities	18,150	19,517
ANHEUSER BUSCH INBEV FIN	Debt Securities	4,101	4,365
ANHEUSER BUSCH INBEV WOR	Debt Securities	167,167	194,349
ANHEUSER-BUSCH	Debt Securities	97,133	117,553
ANTHEM INC	Debt Securities	88,657	94,384
AON CORP	Debt Securities	7,621	7,990
AON PLC	Debt Securities	23,483	25,695
AP MOLLER	Debt Securities	906	922
APACHE CORP	Debt Securities	43,786	44,225
APOLLO MANAGEMENT HOLDING	Debt Securities	6,902	7,781
APPALACHIAN POWER CO	Debt Securities	30,610	35,351
APPLE INC	Debt Securities	220,764	239,319
APTIV PLC	Debt Securities	2,438	2,623
AQUA AMERICA INC	Debt Securities	7,373	8,041
ARCELORMITTAL	Debt Securities	11,210	11,538
ARCH CAPITAL GROUP LTD	Debt Securities	196	274
ARCHER-DANIELS	Debt Securities	6,761	8,007
ARES CAPITAL COR	Debt Securities	8,167	8,301
ARIZONA PUBLIC SERVICE	Debt Securities	17,402	19,778
ARROW ELECTRONICS INC	Debt Securities	6,370	6,512
ASCENSION HEALTH	Debt Securities	14,037	17,350
ASHLAND LLC	Debt Securities	3,627	3,855
ASTRAZENECA PLC	Debt Securities	63,169	67,912
AT&T INC	Debt Securities	297,066	333,591
AT+T CORP	Debt Securities	250	257
ATHENE GLOBAL FUNDING	Debt Securities	10,265	10,475
ATLANTIC CITY ELECTRIC	Debt Securities	1,398	1,438
ATMOS ENERGY CORP	Debt Securities	18,745	21,335
AUTODESK INC	Debt Securities	1,924	2,070
AVALONBAY COMMUNITIES INC	Debt Securities	16,112	17,133
AVIATION CAPITAL GROUP	Debt Securities	312	314
AVOLON HDGS	Debt Securities	21,516	22,554
AXA EQUITABLE HO	Debt Securities	20,061	21,693
AXIS SPECIALTY FINANCE	Debt Securities	4,367	4,723
BACARDI LTD	Debt Securities	11,686	13,780
BAE SYSTEMS HOLDINGS INC	Debt Securities	10,258	10,632
BAKER HUGHES A	Debt Securities	1,616	1,716
BAKER HUGHES LLC	Debt Securities	11,455	12,117
BALTIMORE GAS + ELECTRIC	Debt Securities	9,523	10,791
BANCO DE CREDITO	Debt Securities	449	446
BANCO PACTUALKY	Debt Securities	3,944	4,170
BANCO SANTANDER	Debt Securities	28,547	29,848
BANK NOVA SCOTIA	Debt Securities	3,089	3,114
BANK OF AMERICA CORP	Debt Securities	341,009	364,355
BANK OF AMERICA NA	Debt Securities	5,774	6,572
BANK OF MONTREAL	Debt Securities	13,488	14,088
BANK OF NY MELLON CORP	Debt Securities	12,919	13,307
* BARCLAYS PLC	Debt Securities	120,521	127,155
BARRICK GOLD CORP	Debt Securities	2,201	2,320
BARRICK INTL BARBADOS	Debt Securities	797	998
BARRICK NA FINANCE LLC	Debt Securities	23,929	27,230
BARRICK PD AU FIN PTY LT	Debt Securities	1,928	2,058
BAT CAPITAL CORP	Debt Securities	147,931	147,841
BAT INTL FINANCE PLC	Debt Securities	16,499	17,018
BAXALTA INC	Debt Securities	1,300	1,410
BAXTER INTERNATIONAL INC	Debt Securities	1,796	2,012
BAY AREA CA TOLL AUTH TOLL BRI	Debt Securities	22,238	27,007
BAYER US FINANCE II LLC	Debt Securities	51,089	55,819
BAYLOR SCOTT & WHITE HOLDINGS	Debt Securities	10,903	12,831
BB&T CORPORATION	Debt Securities	39,279	39,481
BECTON DICKINSON AND CO	Debt Securities	61,596	66,788
BED BATH + BEYOND INC	Debt Securities	5,775	4,235
BELL CANADA	Debt Securities	5,307	5,781
BERKLEY (WR) CORPORATION	Debt Securities	2,836	3,261
BERKSHIRE HATHAWAY ENERGY	Debt Securities	51,218	58,828
BERKSHIRE HATHAWAY FINANCE	Debt Securities	77,257	89,860
BERKSHIRE HATHAWAY INC	Debt Securities	17,303	21,311
BG ENERGY CAPITAL PLC	Debt Securities	12,642	14,099
BGC PARTNERS INC	Debt Securities	8,260	8,849
BHP BILLITON FIN USA LTD	Debt Securities	16,606	18,287
BHP BILLITON FINANCE	Debt Securities	320	294

BIOGEN INC	Debt Securities	6,189	7,141
BLACK HILLS CORP	Debt Securities	8,342	8,965
* BLACKROCK INC	Debt Securities	3,263	3,522
BLACKSTONE HOLDINGS FINA	Debt Securities	9,718	11,087
BMW FINANCE NV	Debt Securities	16,926	16,937
BMW US CAPITAL LLC	Debt Securities	4,823	5,057
BNP PARIBAS	Debt Securities	31,569	33,395
BOC AVIATION	Debt Securities	2,285	2,366
* BOEING CO	Debt Securities	134,447	144,579
BOOKING HOLDINGS	Debt Securities	4,576	5,082
BOSTON GAS COMPANY	Debt Securities	2,298	2,481
BOSTON PROPERTIES LP	Debt Securities	24,959	25,375
BOSTON SCIENTIFIC CORP	Debt Securities	67,498	75,607
BP CAPITAL MARKETS AMERICA	Debt Securities	55,032	59,280
BP CAPITAL MARKETS PLC	Debt Securities	16,920	17,828
BPCE SA	Debt Securities	22,453	23,333
BRANCH BANKING + TRUST	Debt Securities	1,960	2,113
BRANCH BKG & TR	Debt Securities	24,801	25,187
BRANDYWINE OPER	Debt Securities	4,169	4,378
BRANDYWINE OPER PARTNERS	Debt Securities	5,262	5,551
BRASKEM AMERICA	Debt Securities	5,736	5,781
BRASKEM FIN LTD	Debt Securities	481	524
BRASKEM NL	Debt Securities	3,198	3,203
BRIGHTHOUSE FINANCIAL INC	Debt Securities	3,787	3,812
BRINKER INTL	Debt Securities	1,741	1,836
BRISTOL MYERS SQUIBB CO	Debt Securities	81,758	90,285
BRITISH TELECOM PLC	Debt Securities	12,266	13,310
BRIXMOR OPERATING PARTNERSHIP	Debt Securities	54,986	57,962
BROADCOM CORP	Debt Securities	81,225	83,925
BROADCOM INC	Debt Securities	74,471	78,277
BROOKFIELD FINANCE INC	Debt Securities	13,205	14,352
BROOKFIELD PPTY	Debt Securities	3,200	3,355
BROOKLYN UNION	Debt Securities	4,760	5,237
BROWN & BROWN	Debt Securities	8,886	9,685
BUCKEYE PARTNERS LP	Debt Securities	503	508
BURLINGTON NORTHERN SANTA FE	Debt Securities	95,838	109,205
BURLINGTON RESOURCES FIN	Debt Securities	995	1,009
CA INC	Debt Securities	506	452
CABOT CORP	Debt Securities	647	666
CADILLAC FAIRVIEW	Debt Securities	11,756	13,170
CALIFORNIA INSTITUTE OF	Debt Securities	7,567	9,551
CALIFORNIA ST	Debt Securities	23,625	28,549
CALPINE CORP	Debt Securities	9,687	10,862
CAMDEN PROP TRST	Debt Securities	1,686	1,759
CAMERON INTL CORP	Debt Securities	3,062	3,194
CAMPBELL SOUP CO	Debt Securities	14,712	17,077
CAN IMPERIAL BK	Debt Securities	2,486	2,619
CANADIAN NATL RAILWAY	Debt Securities	25,145	25,558
CANADIAN NATL RESOURCES	Debt Securities	60,060	68,829
CANADIAN PACIFIC RAILWAY CO	Debt Securities	5,035	5,621
CANADIAN PACIFIC RR CO	Debt Securities	16,351	20,018
CANTOR FITZGERALD LP	Debt Securities	24,880	26,106
CAPITAL ONE BANK USA NA	Debt Securities	2,818	2,891
CAPITAL ONE FINANCIAL CO	Debt Securities	34,814	36,548
CARDINAL HEALTH INC	Debt Securities	8,436	8,909
CARGILL INC	Debt Securities	1,184	1,484
CARLYLE HOLDINGS FINANCE	Debt Securities	2,363	2,353
CARLYLE HOLDINGS II FIN	Debt Securities	6,572	7,666
CATERPILLAR FINANCIAL SE	Debt Securities	2,939	3,053
CATERPILLAR INC	Debt Securities	12,563	13,724
CATHOLIC HEALTH INITIATI	Debt Securities	1,060	1,263
CBL & ASSOC LP	Debt Securities	4,913	3,526
CBOE HOLDINGS	Debt Securities	1,297	1,383
CBS CORP	Debt Securities	16,851	17,963
CC HOLDINGS GS V LLC/CRO	Debt Securities	13,143	14,422
CELANESE US HLDS	Debt Securities	2,068	2,148
CELGENE CORP	Debt Securities	70,875	81,006
CELULOSA ARAUCO	Debt Securities	5,746	6,198
CEMEX SAB	Debt Securities	7,926	7,731
CENOVUS ENERGY INC	Debt Securities	53,696	59,362
CENTERPOINT ENER HOUSTON	Debt Securities	15,967	16,331
CENTERPOINT ENERGY INC	Debt Securities	37,834	40,327
CENTERPOINT ENERGY RESOU	Debt Securities	1,690	1,944
CF INDUSTRIES INC	Debt Securities	21,354	23,019
CHARLES SCHWAB CORP	Debt Securities	13,291	14,614
CHARTER COMMUNICATIONS OPERATING	Debt Securities	191,172	210,467
CHENIERE CORPUS CHRISTI HOLDINGS	Debt Securities	300	345
CHEVRON CORP	Debt Securities	12,849	13,299
CHICAGO IL TRANSIT AUTH SALES	Debt Securities	7,430	8,475
CHUBB CORP	Debt Securities	18,031	20,142
CHUBB INA HOLDINGS INC	Debt Securities	43,463	48,269
CIELO USA	Debt Securities	894	1,019
CIGNA CORP	Debt Securities	125,240	136,468
CIMAREX ENERGY CO	Debt Securities	23,669	23,955
CINCINNATI FINL CORP	Debt Securities	741	895
CISCO SYSTEMS INC	Debt Securities	12,307	14,672
CITADEL LP	Debt Securities	3,505	3,592
CITICORP LEASE PASS THRU	Debt Securities	1,743	1,351
* CITIGROUP CAPITAL III	Debt Securities	2,223	2,822
* CITIGROUP COMMERCIAL MORTGAGE	Debt Securities	23,228	24,061
* CITIGROUP INC	Debt Securities	295,533	323,901
CITIZENS FINANCIAL GROUP	Debt Securities	349	363
CITY OF HOPE/THE	Debt Securities	541	605
CLECO CORP	Debt Securities	14,176	14,485
CLEVELAND CLINIC FOUND	Debt Securities	3,279	4,285
CLEVELAND ELECTRIC ILLUM	Debt Securities	6,722	6,987
CME GROUP INC	Debt Securities	24,246	26,746
CMS ENERGY	Debt Securities	36,164	38,206
CMS ENERGY CORP	Debt Securities	17,677	19,483

CNA FINANCIAL CORP	Debt Securities	14,008	14,814
COCA COLA FEMSA SAB CV	Debt Securities	3,264	3,723
COCA-COLA CO/THE	Debt Securities	17,936	17,726
CODELCO INC	Debt Securities	25,168	27,248
COLONIAL PIPELINE CO	Debt Securities	1,366	1,463
COLORADO INT GAS CO/ISS	Debt Securities	11,472	12,066
COLUMBIA PIPELINE GROUP	Debt Securities	2,631	2,793
COMCAST CORP	Debt Securities	256,495	292,745
COMM MORTGAGE TRUST	Debt Securities	57,872	60,778
COMMONSPIRIT	Debt Securities	7,443	7,557
COMMONWEALTH BANK OF AUSTRALIA	Debt Securities	4,470	4,487
COMMONWEALTH EDISON CO	Debt Securities	83,613	94,929
COMMSCOPE INC	Debt Securities	990	996
CONAGRA BRANDS	Debt Securities	35,968	41,671
CONCHO RES/MIDLA	Debt Securities	39,944	42,134
CONNECTICUT LIGHT & POWER	Debt Securities	24,612	26,488
CONOCO FUNDING CO	Debt Securities	1,800	2,097
CONOCOPHILLIPS CANADA	Debt Securities	7,014	7,876
CONOCOPHILLIPS COMPANY	Debt Securities	47,541	53,318
CONOCOPHILLIPS HLDG CO	Debt Securities	8,358	8,981
CONSOLIDATED EDISON CO	Debt Securities	94,754	105,109
CONSOLIDATED EDISON CO	Debt Securities	11,934	14,132
CONSTELLATION BRANDS INC	Debt Securities	71,986	76,329
CONSUMERS ENERGY CO	Debt Securities	28,945	33,804
CONTINENTAL RESOURCES	Debt Securities	21,926	22,162
CONTL AIRLINES 2001 1	Debt Securities	8	8
CONTL AIRLINES 2007 1	Debt Securities	1,785	1,762
CONTL AIRLINES 2009 2	Debt Securities	1,879	1,797
CONTL AIRLINES 2010 A	Debt Securities	135	138
CONTL AIRLINES 2012 1 A	Debt Securities	1,427	1,507
CONTL AIRLINES 2012 2 A	Debt Securities	7,459	7,482
COOPERATIEVE RABOBANK UA	Debt Securities	69,886	74,554
CORNING INC	Debt Securities	1,132	1,331
COX COMMUNICATIONS INC	Debt Securities	55,799	62,041
CREDIT AGRICOLE SA	Debt Securities	9,616	7,913
* CREDIT SUISSE GROUP AG	Debt Securities	29,506	30,525
* CREDIT SUISSE GROUP FUNDING	Debt Securities	70,339	75,691
* CREDIT SUISSE NEW YORK	Debt Securities	29,537	31,301
CRH AMERICA FIN	Debt Securities	2,353	2,588
CRH AMERICA INC	Debt Securities	4,657	5,464
CROWN CASTLE INTL CORP	Debt Securities	52,589	55,363
CROWN CASTLE TOWERS LLC	Debt Securities	896	932
CSAIL COMMERCIAL MORTGAGE TRUST	Debt Securities	7,575	8,205
CSX CORP	Debt Securities	51,522	54,784
CUBESMART LP	Debt Securities	3,899	4,004
CURATORS UNIV-BABS	Debt Securities	1,471	1,559
CVS HEALTH CORP	Debt Securities	236,391	252,336
CVS PASS THROUGH TRUST	Debt Securities	19,519	19,962
D.R. HORTON	Debt Securities	1,921	1,911
DAE FUNDING	Debt Securities	2,277	2,411
DAI ICHI LIFE INSURANCE	Debt Securities	7,400	8,009
DAIMLER FINANCE NA LLC	Debt Securities	25,470	26,360
DANONE	Debt Securities	13,315	13,537
DANSKE BANK A/S	Debt Securities	8,948	9,812
DARDEN RESTAURANTS INC	Debt Securities	4,178	4,528
* DBJPM 2017-C6 A3	Debt Securities	13,390	13,548
DCP MIDSTREAM LLC	Debt Securities	9,682	9,566
DCP MIDSTREAM OP	Debt Securities	7,275	7,618
DEERE + COMPANY	Debt Securities	1,783	1,749
DELL INT / EMC	Debt Securities	72,890	82,198
DELTA AIR LINES 2009 1A	Debt Securities	1,001	913
* DEUTSCHE BANK COMMERCIAL MORTGAGE	Debt Securities	10,100	10,372
* DEUTSCHE BANK NY	Debt Securities	9,166	9,274
DEUTSCHE TELEKOM INT FIN	Debt Securities	16,855	17,825
DEVON ENERGY CORPORATION	Debt Securities	18,263	21,152
DEVON FINANCING CORP LLC	Debt Securities	2,121	2,203
DIAGEO CAPITAL PLC	Debt Securities	6,477	7,054
DIAGEO INVESTMENT CORP	Debt Securities	3,081	3,402
DIAMOND OFFSHORE DRILL	Debt Securities	2,956	1,390
DIAMOND SPORTS	Debt Securities	5,075	5,122
DIGITAL REALTY TRUST LP	Debt Securities	12,567	13,252
DIGNITY HEALTH	Debt Securities	9,153	10,068
DISCOVER BANK	Debt Securities	4,234	4,337
DISCOVER FINANCIAL SERVICES	Debt Securities	9,534	10,084
DISCOVERY COMMUNICATIONS	Debt Securities	44,825	48,138
DISCOVERY COMMUNICATIONS	Debt Securities	18,405	20,326
DISH DBS CORP	Debt Securities	3,460	3,679
DOLLAR GENERAL	Debt Securities	2,036	2,233
DOLLAR TREE INC	Debt Securities	1,526	1,613
DOMINION ENERGY	Debt Securities	22,542	24,391
DOMINION ENERGY GAS HLDGS LLC	Debt Securities	1,846	2,137
DORIC NIMROD AIR 2012 1A	Debt Securities	663	675
DOW CHEMICAL CO/THE	Debt Securities	57,881	62,330
DOWDUPONT	Debt Securities	33,807	39,793
DP WORLD LTD	Debt Securities	11,690	13,698
DTE ELECTRIC CO	Debt Securities	31,120	35,554
DTE ENERGY COMPANY	Debt Securities	28,139	30,154
DUKE ENERGY CAROLINAS	Debt Securities	58,976	65,748
DUKE ENERGY CORP	Debt Securities	33,516	35,857
DUKE ENERGY FL PROJ FIN	Debt Securities	13,064	13,188
DUKE ENERGY FLORIDA LLC	Debt Securities	8,316	9,606
DUKE ENERGY INDIANA INC	Debt Securities	26,438	30,322
DUKE ENERGY OHIO INC	Debt Securities	19,695	22,263
DUKE ENERGY PROGRESS INC	Debt Securities	55,129	60,956
DUKE REALTY	Debt Securities	1,139	1,253
E TRADE FINANCIAL CORP	Debt Securities	1,599	1,742
E.ON INTL FIN BV	Debt Securities	769	828
EASTMAN CHEMICAL CO	Debt Securities	8,441	8,432
EATON CORP	Debt Securities	199	229

EBAY INC	Debt Securities	4,239	4,392
ECOLAB INC	Debt Securities	4,357	4,644
EDP FINANCE BV	Debt Securities	2,838	2,946
EL PASO ELECTRIC CO	Debt Securities	250	318
EL PASO NATURAL GAS	Debt Securities	15,472	16,505
EL PASO PIPELINE	Debt Securities	245	274
ELANCO ANIMAL	Debt Securities	2,340	2,536
ELECTRICITE DE FRANCE SA	Debt Securities	27,476	31,682
ELI LILLY & CO	Debt Securities	51,613	55,441
EMBRAER NL FINANCE	Debt Securities	5,259	5,602
EMERA US FINANCE	Debt Securities	31,657	36,073
ENABLE MIDSTREAM	Debt Securities	20,830	21,362
ENBRIDGE ENERGY PARTNERS	Debt Securities	11,969	14,753
ENBRIDGE INC	Debt Securities	32,983	34,894
ENCANA CORP	Debt Securities	13,249	13,290
ENEL CHILE SA	Debt Securities	4,852	5,460
ENEL FINANCE INTL NV	Debt Securities	16,391	18,035
ENEL FINANCE INTL NV CO	Debt Securities	25,691	26,674
ENEL SPA	Debt Securities	2,185	2,342
ENERGY TRANSFER OPERATNG CO	Debt Securities	142,688	159,371
ENLINK MIDSTREAM PARTNER	Debt Securities	14,542	12,181
ENTERGY ARKANSAS	Debt Securities	2,562	2,819
ENTERGY CORP	Debt Securities	9,629	9,876
ENTERGY LOUISIANA LLC COLLATERAL	Debt Securities	22,272	24,922
ENTERGY LOUISIANA LLC MORTGAGE	Debt Securities	6,921	6,892
ENTERGY MISSISSIPPI INC MORTGAGE	Debt Securities	1,397	1,439
ENTERGY TEXAS INC	Debt Securities	16,367	18,880
ENTERPRISE PRODUCTS OPERATING	Debt Securities	144,757	161,200
EOG RESOURCES INC	Debt Securities	2,545	3,165
EPR PROPERTIES	Debt Securities	12,354	12,828
EQT MIDSTREAM PT	Debt Securities	20,869	20,458
ERAC USA FINANCE LLC	Debt Securities	23,185	25,355
ERP OPERATING LP	Debt Securities	40,139	42,981
ESSEX PORTFOLIO LP	Debt Securities	16,950	17,879
EVEREST REINSURANCE HLDG	Debt Securities	4,000	4,469
EVERGY INC	Debt Securities	10,466	10,479
EVERGY METRO	Debt Securities	9,765	11,533
EVERSOURCE ENERGY	Debt Securities	10,792	11,097
EW SCRIPPS	Debt Securities	990	995
EXELON CORP	Debt Securities	34,067	37,248
EXELON GENERATION CO LLC	Debt Securities	8,965	9,958
EXPEDIA INC	Debt Securities	11,199	11,384
EXPRESS SCRIPTS HOLDING CO	Debt Securities	18,113	19,312
EXXON MOBIL CORPORATION	Debt Securities	35,004	36,604
FAIRFAX FINANCIAL HOLDING	Debt Securities	2,154	2,271
FANNIE MAE	Debt Securities	33,429	34,357
FARMERS EXCHANGE CAP II	Debt Securities	1,757	1,927
FARMERS EXCHANGE CAP III	Debt Securities	2,320	2,546
FARMERS INS EXCHANGE	Debt Securities	2,676	2,845
FEDERAL FARM CREDIT BANK BONDS	Debt Securities	128,168	128,168
FEDERAL HOME LOAN BANK BONDS	Debt Securities	407,652	407,652
FEDERAL REALTY INVESTMENT	Debt Securities	16,466	18,334
FEDEX CORP	Debt Securities	34,595	37,312
FFCB DISCOUNT NT	Debt Securities	25,032	25,032
FHLB DISCOUNT NT	Debt Securities	778,561	778,621
FHMS K-1511 A3	Debt Securities	5,227	5,685
FHMS K155 A2	Debt Securities	5,693	6,147
FHMS K157 A2	Debt Securities	8,731	9,408
FHMS K158 A2	Debt Securities	3,727	4,045
FIDELITY NATIONAL INFORMATION SERVICES	Debt Securities	14,123	15,402
FIDELITY NATL FINANCIAL	Debt Securities	6,234	6,507
FIFTH THIRD BANCORP	Debt Securities	4,812	5,160
FIFTH THIRD BANK	Debt Securities	11,100	12,064
FIRST AMERICAN FINANCIAL	Debt Securities	8,278	8,397
FIRST UNION CAP	Debt Securities	1,660	1,800
FIRSTENERGY CORP	Debt Securities	47,568	52,850
FIRSTENERGY TRANSMISSION	Debt Securities	15,518	17,113
FISERV INC	Debt Securities	61,236	64,866
FLEX LTD	Debt Securities	2,689	2,844
FLORIDA POWER & LIGHT CO	Debt Securities	20,317	23,577
FLORIDA POWER + LIGHT CO	Debt Securities	61,341	69,364
FLUOR CORP	Debt Securities	10,115	10,187
FMC CORP	Debt Securities	9,252	9,409
FMMHR 2015-R1 A1	Debt Securities	4,509	5,013
FMR LLC	Debt Securities	6,858	8,641
FNMA AN2589	Debt Securities	1,679	1,753
FNMA AN3620	Debt Securities	5,140	5,637
FNMA AN5650	Debt Securities	1,760	1,833
FNMA AN5794	Debt Securities	3,063	3,271
FNMA AN6029	Debt Securities	456	479
FNMA AN6046	Debt Securities	622	654
FNMA AN6048	Debt Securities	1,004	1,055
FNMA AN6500	Debt Securities	661	703
FNMA AN6583	Debt Securities	489	508
FNMA AN6615	Debt Securities	2,484	2,617
FNMA AN6626	Debt Securities	1,607	1,689
FNMA AN6725	Debt Securities	3,023	3,205
FNMA AN7188	Debt Securities	1,661	1,741
FNMA AN8918	Debt Securities	5,868	6,233
FNMA AS0302	Debt Securities	1,722	1,813
FNMA AS4478	Debt Securities	12,850	12,739
FNMA AU1629	Debt Securities	5,428	5,670
FNMA BL1553	Debt Securities	9,378	9,902
FNMA BL1707	Debt Securities	6,507	6,838
FNMA BL2512	Debt Securities	8,157	8,749
FNMA BL2542	Debt Securities	5,668	6,122
FNMA BL2643	Debt Securities	6,371	6,831
FNMA BL3000	Debt Securities	4,083	4,143
FNMA BL3138	Debt Securities	9,352	9,498

FNMA BL3722	Debt Securities	3,621	3,691
FNMA BL4038	Debt Securities	5,836	5,961
FNR 2017-56 BY	Debt Securities	3,415	3,638
* FORD HOLDINGS LLC	Debt Securities	2,691	2,320
* FORD MOTOR CO	Debt Securities	39,352	37,785
* FORD MOTOR CREDIT CO LLC	Debt Securities	92,189	90,949
FORTIS INC	Debt Securities	6,676	7,036
FORTIVE CORP	Debt Securities	10,080	10,153
FORTUNE BRANDS H	Debt Securities	1,497	1,496
FORTUNE BRANDS HOME + SECURITY	Debt Securities	3,875	4,119
FOX CORP	Debt Securities	41,806	49,159
FRE DISCOUNT NT	Debt Securities	3,477	3,477
FREEPORT MCMORAN INC	Debt Securities	1,749	1,691
GATX CORP	Debt Securities	2,069	2,324
GE CAPITAL INTL FUNDING	Debt Securities	89,387	92,770
GENERAL DYNAMICS CORP	Debt Securities	4,231	4,439
GENERAL ELECTRIC CO	Debt Securities	76,034	81,856
GENERAL MILLS INC	Debt Securities	4,877	5,507
* GENERAL MOTORS CO	Debt Securities	50,179	52,774
* GENERAL MOTORS FINL CO	Debt Securities	34,875	36,377
GEORGE WASHINGTON UNIVERSITY	Debt Securities	6,575	7,557
GEORGETOWN UNIVERSITY	Debt Securities	3,858	5,125
GEORGIA PACIFIC LLC	Debt Securities	10,333	11,839
GEORGIA POWER COMPANY	Debt Securities	25,116	26,313
GERDAU TRADE INC	Debt Securities	2,080	2,205
GILEAD SCIENCES INC	Debt Securities	85,132	94,883
GLAXOSMITHKLINE CAP INC	Debt Securities	46,342	50,307
GLENCORE FUNDING LLC	Debt Securities	22,967	24,166
GLITNIR BANKI HF	Debt Securities	1,518	-
GLOBAL ATLANTIC	Debt Securities	4,792	4,798
GLOBAL AVIATION HOLDINGS INC. 2ND LIEN TL	Debt Securities	91	-
GLOBAL PAY INC	Debt Securities	27,093	27,661
GLP CAPITAL LP / FIN II	Debt Securities	31,302	33,756
GNR 2016-81 MA	Debt Securities	1,103	1,242
GNR 2017-104 LT	Debt Securities	2,960	3,113
GNR 2017-121 YZ	Debt Securities	4,009	4,354
GNR 2017-134 ZK	Debt Securities	1,177	1,277
GNR 2017-56 AZ	Debt Securities	2,796	3,053
* GOLDMAN SACHS CAPITAL I	Debt Securities	4,479	4,646
* GOLDMAN SACHS GROUP INC	Debt Securities	283,565	309,710
GOODMAN US	Debt Securities	6,675	6,948
GREAT-WEST LIFE CO	Debt Securities	6,588	7,863
GRUPO TELEvisa SAB	Debt Securities	4,881	5,735
GUARDIAN LIFE INSURANCE	Debt Securities	591	765
GULFSTREAM NATURAL GAS	Debt Securities	10,821	11,696
HACKENSACK MERIDIAN HEALTH	Debt Securities	1,120	1,283
HALLIBURTON CO	Debt Securities	37,169	39,919
HANOVER INSURANCE GROUP	Debt Securities	4,988	5,378
* HARTFORD FINANCIAL SVCS GRP	Debt Securities	10,303	11,388
HASBRO INC	Debt Securities	712	720
HCA INC	Debt Securities	53,574	57,763
HCP INC	Debt Securities	10,831	11,426
HELLAS II	Debt Securities	4	1
HELMERICH & PAYNE	Debt Securities	4,058	4,323
HESS CORP	Debt Securities	39,044	43,621
HEWLETT PACKARD CO	Debt Securities	6,076	6,405
HIGHMARK INC	Debt Securities	676	858
HIGHWOODS REALTY	Debt Securities	15,484	16,532
HILLENBRAND INC	Debt Securities	5,322	5,370
HOLCIM CAPITAL CORP	Debt Securities	638	764
HOME DEPOT INC	Debt Securities	128,772	145,149
HONEYWELL INTERNATIONAL INC	Debt Securities	18,450	18,963
HOSPITALITY PROPERTIES TRUST	Debt Securities	9,717	9,867
HOST HOTELS + RESORTS LP	Debt Securities	11,838	12,411
HOUSTON TX-TXBL	Debt Securities	3,585	4,089
HP ENTERPRISE	Debt Securities	7,216	7,886
HSBC BANK FUND	Debt Securities	295	327
HSBC BANK PLC	Debt Securities	5,521	5,519
HSBC BANK USA NA	Debt Securities	25,112	27,836
HSBC CAP FUNDING	Debt Securities	13,038	13,615
HSBC HOLDINGS PLC	Debt Securities	220,830	234,948
HSBC USA INC	Debt Securities	3,920	4,486
HUMANA INC	Debt Securities	14,843	15,421
HUNTINGTON BANCSHARES INC	Debt Securities	3,748	4,026
HUNTINGTON INGALLS INDUS CO	Debt Securities	2,880	3,145
HUSKY ENERGY INC	Debt Securities	11,330	11,485
HYATT HOTELS CORP	Debt Securities	1,481	1,552
HYUNDAI CAPITAL AMERICA	Debt Securities	2,996	3,000
IBERDROLA INTL BV	Debt Securities	1,097	1,434
IBM CORP	Debt Securities	96,668	106,057
IHO VERWALTUNGS	Debt Securities	1,397	1,416
* IHS MARKIT LTD	Debt Securities	7,475	7,857
ILLINOIS ST	Debt Securities	2,208	2,569
ILLINOIS ST TOLL HIGHWAY AUTH	Debt Securities	1,234	1,361
IMPERIAL BRANDS FINANCE	Debt Securities	15,104	15,272
INDIANA MICHIGAN POWER	Debt Securities	11,813	13,806
INDIANA UNIVERSITY HEALTH INC	Debt Securities	6,550	7,732
INDIANAPOLIS PWR + LIGHT	Debt Securities	9,881	11,659
INDONESIA (REP)	Debt Securities	9,278	10,546
INDUSTRIAS PENOL	Debt Securities	1,465	1,518
INFRAESTRUCTURA ENERGETICA NOVA SAB DE CV	Debt Securities	2,146	2,268
ING BANK NV	Debt Securities	6,295	6,284
ING GROEP NV	Debt Securities	16,473	17,777
INGERSOLL RAND GL HLD CO	Debt Securities	7,610	8,360
INGERSOLL-RAND LUX FINANCE	Debt Securities	3,773	3,958
INTEL CORP	Debt Securities	33,676	37,201
INTER AMERICAN DEVEL BK	Debt Securities	1,411	1,979
INTERCONTINENTAL EXCHANGE	Debt Securities	32,623	35,518
INTERNATIONAL FLAVORS & FRAGRANCES INC	Debt Securities	3,496	3,993

INTERNATIONAL PAPER CO	Debt Securities	24,686	27,454
INTERNATIONAL TRANSMISSION	Debt Securities	2,626	3,094
INTERSTATE POWER + LIGHT	Debt Securities	30,735	33,474
INTESA SANPAOLO SPA	Debt Securities	3,186	3,255
INTL LEASE FINANCE CORP	Debt Securities	19,795	17,918
IPALCO ENTERPRISES INC	Debt Securities	9,166	9,507
IRON MOUNTAIN	Debt Securities	2,901	2,939
ISRAEL ELECTRIC CORP LTD	Debt Securities	6,140	6,799
ITC HOLDINGS CORP	Debt Securities	7,681	8,358
JB HUNT TRANSPORT	Debt Securities	2,272	2,399
JEFFERIES FINANCE LLC	Debt Securities	7,284	7,402
JEFFERIES GROUP LLC	Debt Securities	7,235	8,046
JERSEY CENTRAL PWR + LT	Debt Securities	4,607	5,004
JM SMUCKER CO/THE	Debt Securities	528	530
JOHN DEERE CAPITAL CORP	Debt Securities	28,529	29,284
JOHN SEVIER COMB CYCLE	Debt Securities	3,897	4,499
JOHNS HOPKINS HEALTH	Debt Securities	1,046	1,146
JOHNS HOPKINS UNIVERSITY	Debt Securities	2,300	2,808
JOHNSON (S.C.) + SON INC	Debt Securities	7,692	8,795
JOHNSON + JOHNSON	Debt Securities	55,608	60,273
JOHNSON CONTROLS	Debt Securities	17,041	18,217
* JPMBB COMMERCIAL MORTGAGE SECU	Debt Securities	15,141	16,013
* JPMCC 2016-JP4 A3	Debt Securities	18,685	19,725
* JPMCC 2019-COR4 A4	Debt Securities	8,080	8,802
* JPMORGAN CHASE & CO	Debt Securities	375,003	406,854
KAISER FOUNDATION HOSPITALS	Debt Securities	21,375	24,052
KANSAS CITY SOUTHERN	Debt Securities	9,119	9,699
KANSAS GAS + ELECTRIC CO	Debt Securities	606	698
KAUPTHING BANK	Debt Securities	1,423	-
KENTUCKY UTILITIES CO	Debt Securities	24,908	29,916
KEURIG DR PEPPER INC	Debt Securities	48,867	54,556
KEY BANK NA	Debt Securities	4,600	4,964
KEYCORP	Debt Securities	18,777	18,516
KEYSPAN CORP	Debt Securities	5,963	6,789
KEYSPAN GAS EAST CORP	Debt Securities	6,770	8,435
KILROY REALTY LP	Debt Securities	5,159	5,516
KIMBERLY CLARK CORP	Debt Securities	10,247	10,741
KIMBERLY CLARK DE MEXICO	Debt Securities	3,301	3,356
KIMCO REALTY	Debt Securities	17,818	19,223
KINDER MORGAN ENER PART	Debt Securities	48,617	57,122
KINDER MORGAN INC	Debt Securities	33,027	36,430
KINDER MORGAN INC/DELAWARE	Debt Securities	8,683	10,991
KINROSS GOLD CORP	Debt Securities	21,152	22,613
KKR GROUP FINANCE CO III	Debt Securities	4,660	5,446
KLA CORP	Debt Securities	9,116	9,889
KOHL S CORPORATION	Debt Securities	7,087	7,751
KONINKLIJKE AHOLD	Debt Securities	366	470
KONINKLIJKE PHILIPS NV	Debt Securities	6,754	7,304
KRAFT HEINZ FOODS CO	Debt Securities	137,979	139,469
KROGER CO	Debt Securities	20,419	21,428
KSA SUKUK LTD	Debt Securities	10,900	11,066
L BRANDS INC	Debt Securities	6,413	6,322
L3HARRIS TECHNOLOGIES INC	Debt Securities	24,274	25,679
LABORATORY CORP OF AMERICA	Debt Securities	2,335	2,610
LACLEDE GROUP INC	Debt Securities	4,195	4,785
LAFARGE SA	Debt Securities	7,146	7,860
LAM RESEARCH	Debt Securities	3,205	3,876
LAND O LAKES INC	Debt Securities	721	735
LAS VEGAS SANDS	Debt Securities	40,979	41,890
LAZARD GROUP LLC	Debt Securities	4,380	4,614
LEGG MASON INC	Debt Securities	1,735	1,914
LEHMAN BROS CAP TR VII	Debt Securities	-	-
LEHMAN TREASURY BV	Debt Securities	893	-
LENNOX INTL INC	Debt Securities	6,311	6,351
LG+E AND KU ENERGY LLC	Debt Securities	200	207
LIBERTY MUTUAL GROUP INC	Debt Securities	26,169	26,564
LIFESTORAGE LP	Debt Securities	3,779	3,906
LINCOLN NATIONAL CORP	Debt Securities	9,916	10,520
LLOYDS BANK PLC	Debt Securities	4,437	4,851
LLOYDS BANKING GROUP PLC	Debt Securities	47,657	49,779
LOCKHEED MARTIN CORP	Debt Securities	36,322	41,247
LONG BEACH MORTGAGE LOAN TRUST	Debt Securities	524	494
LOS ANGELES CA DEPT WTR PWR	Debt Securities	10,164	12,006
LOS ANGELES CA UNIF SCH DIST	Debt Securities	2,028	2,108
LOUISVILLE GAS + ELEC	Debt Securities	8,932	10,622
LOWE'S COS INC	Debt Securities	59,727	63,340
LYB INTL FINANCE BV	Debt Securities	11,138	11,581
LYB INTL FINANCE III	Debt Securities	16,954	17,190
LYONDELLBASELL IND NV	Debt Securities	2,498	2,366
MACK-CALI REALTY	Debt Securities	11,111	11,002
MACYS RETAIL HLDGS INC	Debt Securities	5,817	5,677
MAGELLAN MIDSTREAM	Debt Securities	24,460	25,685
MAGNA INTERNATIONAL INC	Debt Securities	7,454	7,350
MANULIFE FINANCIAL CORP	Debt Securities	4,239	4,699
MARATHON OIL CORP	Debt Securities	8,453	9,203
MARATHON PETROLEUM CORP	Debt Securities	21,432	23,540
MARKEL CORP	Debt Securities	41,154	43,516
MARKS + SPENCER PLC	Debt Securities	116	132
MARRIOTT INTL	Debt Securities	13,072	14,183
MARS INC	Debt Securities	25,315	28,109
MARSH & MCLENNAN COS INC	Debt Securities	65,388	72,126
MARTIN MARIETTA MATERIALS	Debt Securities	1,143	1,227
MARYLAND ST TRANSPRTN AUTH TRA	Debt Securities	1,338	1,520
MASCO CORP	Debt Securities	8,386	9,055
MASS INSTITUTE OF TECH	Debt Securities	32,877	43,522
MASS MUTUAL LIFE INS CO	Debt Securities	8,873	9,865
MASSACHUSETTS ELECTRIC	Debt Securities	5,454	6,017
MASSMUTUAL GLOBAL FUNDING	Debt Securities	12,408	12,762
MASTERCARD INC	Debt Securities	22,302	23,588

MAYO CLINIC	Debt Securities	2,749	3,195
MCDONALD'S CORP	Debt Securities	66,170	72,417
MEDTRONIC INC	Debt Securities	22,351	24,972
MEIJI YASUDA LIFE INSURANCE	Debt Securities	2,300	2,578
MELCO RESORTS	Debt Securities	18,527	18,705
MEMORIAL SLOAN KETTERING	Debt Securities	6,486	7,846
MERCK + CO INC	Debt Securities	62,331	69,951
MET LIFE GLOBAL FUNDING	Debt Securities	26,237	27,639
METHANEX CORP	Debt Securities	8,607	8,986
METLIFE CAPITAL TRUST IV	Debt Securities	2,303	2,630
METLIFE INC	Debt Securities	48,132	54,161
METROPOLITAN EDISON	Debt Securities	5,876	6,201
MEXICHEM SAB	Debt Securities	2,335	2,419
MEXICO CITY AIRPORT	Debt Securities	4,609	5,234
MGM CHINA HOLDING	Debt Securities	1,900	1,975
MGM RESORTS INTERNATIONAL	Debt Securities	6,600	7,277
MICROCHIP TECHNOLOGY	Debt Securities	3,915	4,107
MICRON TECHNOLOGY INC	Debt Securities	27,664	29,037
MICROSOFT CORP	Debt Securities	227,099	253,241
MID AMERICA APARTMENTS	Debt Securities	7,367	7,763
MID ATLANTIC INTERSTATE	Debt Securities	25,659	28,089
MIDAMERICAN ENERGY CO	Debt Securities	41,136	47,634
MIDWEST CONNECTOR CAPITAL CO	Debt Securities	2,696	2,958
MISSISSIPPI POWER CO	Debt Securities	7,802	8,449
MISSOURI ST HLTH & EDUCTNL FAC	Debt Securities	1,210	1,335
MITSUBISHI UFJ FINANCIAL GROUP	Debt Securities	61,197	63,672
MIZUHO FINANCIAL GROUP	Debt Securities	10,790	10,843
MIZUHO FINANCIAL GROUP CAYMAN	Debt Securities	14,565	14,606
MO HEALTH & EDUCATION FACILITIES-A	Debt Securities	1,300	1,455
MOLSON COORS BREWING CO	Debt Securities	30,412	31,780
MONDELEZ INTERNATIONAL HOLDINGS	Debt Securities	7,645	7,631
MONONGAHELA POWER CO	Debt Securities	24,835	26,091
MONTEFIORE OBLIGATED GROUP	Debt Securities	810	948
MOODY'S CORP	Debt Securities	11,594	12,810
* MORGAN STANLEY	Debt Securities	354,440	376,845
MOSAIC CO	Debt Securities	1,225	1,335
MOTIVA ENTERPRISES LLC	Debt Securities	8,561	8,340
MOTOROLA SOLUTIONS INC	Debt Securities	25,741	27,733
MPLX LP	Debt Securities	114,164	121,376
MT SINAI HOSP	Debt Securities	1,817	1,998
MUFG AMERICAS HOLDINGS CORP	Debt Securities	911	962
MUFG BANK LTD	Debt Securities	3,991	4,248
MUNI ELEC AUTH OF GEORGIA	Debt Securities	14,577	16,791
MURPHY OIL CORP	Debt Securities	2,000	2,035
MUTUAL OF OMAHA INS CO	Debt Securities	526	527
MYLAN INC	Debt Securities	23,721	25,475
MYLAN NV	Debt Securities	28,270	29,814
MYRIAD INTL HOLDINGS BV	Debt Securities	5,511	6,070
N TX TOLLWAY AUTH REVENUE	Debt Securities	480	543
NABORS INDUSTRIES INC	Debt Securities	772	734
NARRAGANSETT ELECTRIC	Debt Securities	7,427	8,091
NASDAQ INC	Debt Securities	1,995	2,143
NATIONAL RETAIL PROP INC	Debt Securities	1,191	1,290
NATIONALL RURAL UTILITIES	Debt Securities	16,752	18,759
^ NATIONWIDE BUILDING SOCIETY	Debt Securities	14,871	15,842
NATIONWIDE MUTUAL INSURANCE	Debt Securities	16,588	21,334
NBCUNIVERSAL MEDIA LLC	Debt Securities	5,658	6,725
NESTLE HOLDINGS	Debt Securities	20,571	23,285
NETFLIX INC	Debt Securities	3,809	3,937
NEUBERGER BERMAN GRP/FIN	Debt Securities	596	624
NEVADA POWER CO	Debt Securities	10,215	11,126
NEW ENGLAND POWER	Debt Securities	5,711	6,243
NEW JERSEY ST TURNPIKE AUTHORITY	Debt Securities	16,773	19,648
NEW YORK CITY NY MUNI WTR FIN	Debt Securities	1,206	1,359
NEW YORK CITY NY TRANSITIONAL	Debt Securities	11,799	14,367
NEW YORK LIFE GLOBAL FUNDING	Debt Securities	14,566	15,290
NEW YORK LIFE INSURANCE	Debt Securities	20,974	24,156
NEW YORK ST URBAN DEV CORP REV	Debt Securities	7,288	8,124
NEWCREST FINANCE PTY LTD	Debt Securities	3,381	4,039
NEWELL BRANDS INC	Debt Securities	9,949	10,462
NEWMONT GOLDCORP	Debt Securities	27,326	30,045
NEXTERA ENERGY CAPITAL CO	Debt Securities	30,431	31,407
NGPL PIPECO LLC	Debt Securities	9,566	9,700
NIAGARA MOHAWK POWER	Debt Securities	29,966	31,736
NIKE INC	Debt Securities	13,486	14,972
NIPPON LIFE INSURANCE	Debt Securities	3,700	4,015
NISOURCE INC	Debt Securities	27,725	29,363
NISSAN MOTOR ACC	Debt Securities	405	404
NOBLE ENERGY INC	Debt Securities	48,052	50,458
NOKIA OYJ	Debt Securities	4,704	5,259
NORDSTROM INC	Debt Securities	9,913	9,330
NORFOLK SOUTHERN CORP	Debt Securities	41,008	45,822
NORTHERN STATES PWR MINN	Debt Securities	15,586	17,579
NORTHROP GRUMMAN CORP	Debt Securities	37,233	39,777
NORTHROP GRUMMAN SYSTEMS	Debt Securities	10,566	10,601
NORTHWELL HEALTHCARE INC	Debt Securities	6,141	6,528
NORTHWEST PIPELINE LLC	Debt Securities	5,978	6,321
NORTHWESTERN MUTUAL LIFE	Debt Securities	7,731	7,872
NOVA CHEMICALS	Debt Securities	4,312	4,550
NOVANT HEALTH INC	Debt Securities	2,750	3,141
NOVARTIS CAPITAL CORP	Debt Securities	34,524	38,644
NSTAR ELECTRIC CO	Debt Securities	4,477	4,681
NUCOR CORP	Debt Securities	6,656	7,450
NUTRIEN LTD	Debt Securities	38,773	42,180
NUVEEN LLC	Debt Securities	11,550	12,972
NXP BV/NXP FUNDING LLC	Debt Securities	21,146	22,962
NY & PRESBYTERIAN HOSPITAL	Debt Securities	1,522	1,532
NYU HOSPITALS CENTER	Debt Securities	3,538	4,486
OCCIDENTAL PETROLEUM CORP	Debt Securities	144,555	145,672

OCHSNER CLINIC FOUNDATION	Debt Securities	2,230	3,104
OGLETHORPE POWER CORP	Debt Securities	17,494	20,001
OHIO EDISON CO	Debt Securities	2,703	2,960
OHIO POWER COMPANY	Debt Securities	24,206	28,283
OHIO ST UNIVERSITY	Debt Securities	3,296	3,998
OKLAHOMA G+E CO	Debt Securities	10,332	11,366
OKLAHOMA ST DEV FINANCE AUTHORITY	Debt Securities	1,350	1,562
OLIN CORP	Debt Securities	6,619	6,876
OMEGA HEALTHCARE INVESTORS	Debt Securities	17,205	18,391
OMX TIMBER FIN INV LLC 1	Debt Securities	529	501
ONCOR ELECTRIC DELIVERY	Debt Securities	44,139	48,866
ONE GAS INC	Debt Securities	2,713	3,134
ONEOK INC	Debt Securities	54,020	57,445
ONEOK PARTNERS LP	Debt Securities	22,006	24,622
ORACLE CORP	Debt Securities	158,782	173,140
OREGON ST DEPT OF TRANSPORTATION HI	Debt Securities	222	301
O'REILLY AUTOMOTIVE	Debt Securities	8,775	9,139
ORLANDO HEALTH	Debt Securities	795	910
OWENS CORNING	Debt Securities	31,562	32,157
PACIFIC GAS & ELECTRIC CO	Debt Securities	10,245	10,331
PACIFIC LIFE INSURANCE	Debt Securities	26,914	33,080
PACIFIC NATIONAL FINANCE	Debt Securities	2,774	3,043
PACIFICORP	Debt Securities	100,125	110,544
PANASONIC CORP	Debt Securities	4,460	4,513
PARK AEROSPACE	Debt Securities	10,100	10,533
PARKER HANNIFIN CORP	Debt Securities	9,589	10,643
PAYPAL HOLDING	Debt Securities	37,541	37,901
PECO ENERGY CO	Debt Securities	27,078	31,066
PELABUHAN INDONESIA	Debt Securities	494	530
PENN ELECTRIC CO	Debt Securities	14,352	15,100
PENNSYLVANIA ST TURNPIKE COMM	Debt Securities	2,215	2,660
PENSKE TRUCK LEASING/PTL	Debt Securities	12,863	13,121
PENTAIR FINANCE	Debt Securities	2,793	2,920
PEOPLES UNITED BANK	Debt Securities	502	528
PEPSICO INC	Debt Securities	44,091	47,973
PERNOD RICARD SA	Debt Securities	4,192	4,118
PERRIGO FINANCE UNLIMITD	Debt Securities	2,745	2,786
PERU B SOBERANO	Debt Securities	5,066	5,395
PETROBRAS GLOBAL FINANCE BV	Debt Securities	11,162	11,961
PETROLEOS MEXICANOS CO	Debt Securities	53,245	53,374
PFIZER INC	Debt Securities	108,419	119,909
PHARMACIA CORP	Debt Securities	3,870	3,989
PHILIP MORRIS INTERNATIONAL INC	Debt Securities	90,947	97,535
PHILLIPS 66	Debt Securities	6,049	6,438
PHILLIPS 66 PARTNERS LP	Debt Securities	15,944	16,295
PHYSICIANS REALTY	Debt Securities	3,133	3,447
PIEDMONT NATURAL GAS	Debt Securities	11,209	11,956
PIONEER NATURAL RESOURCE	Debt Securities	6,261	5,810
PLAINS ALL AMER PIPELINE	Debt Securities	44,672	47,381
PNC BANK NA	Debt Securities	31,149	32,314
PNC FINANCIAL SERVICES	Debt Securities	41,256	42,420
POLAR TANKERS INC	Debt Securities	243	286
PORT AUTH OF NEW YORK NEW JERSEY	Debt Securities	1,262	1,375
POTOMAC ELECTRIC POWER	Debt Securities	10,227	11,129
PPL CAPITAL FUNDING INC	Debt Securities	8,605	9,117
PPL ELECTRIC UTILITIES	Debt Securities	18,192	20,806
PRES + FELLOWS OF HARVARD	Debt Securities	3,056	3,062
* PRINCIPAL FINANCIAL	Debt Securities	9,363	10,043
PRINCIPAL LIFE GLOBAL FUNDING II	Debt Securities	8,976	9,300
PROCTER + GAMBLE ESOP	Debt Securities	1,840	1,435
PROCTER + GAMBLE CO/THE	Debt Securities	2,473	2,718
PROGRESS ENERGY INC	Debt Securities	19,059	20,003
PROGRESSIVE CORP	Debt Securities	22,298	24,017
PROV ST JOSEPH HEALTH OBL	Debt Securities	9,625	9,913
PROVINCE OF QUEBEC	Debt Securities	151	142
PRUDENTIAL FINANCIAL INC	Debt Securities	73,816	80,610
PSNH 2018-1 A3	Debt Securities	2,372	2,675
PUBLIC SERVICE COLORADO	Debt Securities	45,397	50,353
PUBLIC SERVICE ELECTRIC + GAS	Debt Securities	50,034	56,016
PUBLIC SERVICE ENTERPRISE GROUP INC	Debt Securities	9,437	9,579
PUERTO RICO SALES TAX FING-A1	Debt Securities	9,721	10,543
PUGET ENERGY INC	Debt Securities	6,927	6,504
PUGET SOUND ENERGY INC	Debt Securities	21,397	23,153
QUALCOMM INC	Debt Securities	34,709	38,188
QUEST DIAGNOSTICS INC	Debt Securities	9,552	10,974
QUESTAR PIPELINE CO	Debt Securities	208	223
QUICKEN LOANS IN	Debt Securities	4,254	4,505
QVC INC	Debt Securities	18,245	19,128
QWEST CORP	Debt Securities	97	97
RAYTHEON COMPANY	Debt Securities	2,092	2,342
REALTY INCOME CORP	Debt Securities	17,982	19,253
RECKITT BENCKISER TSY	Debt Securities	12,870	13,516
REGENCY CENTERS	Debt Securities	12,914	13,962
REGL TRANSPRTN DIST CO SALES T	Debt Securities	325	493
REINSURANCE GROUP OF AMERICA	Debt Securities	2,693	2,873
RELIANCE STANDARD LIFE II	Debt Securities	3,111	3,126
REPUBLIC OF COLOMBIA	Debt Securities	3,329	3,726
REPUBLIC OF PERU	Debt Securities	26,260	27,317
REPUBLIC SERVICES	Debt Securities	8,337	8,450
REYNOLDS AMERICAN INC	Debt Securities	100,744	102,415
RFCSP STRIP PRINCIPAL	Debt Securities	62,222	73,978
RICE UNIVERSITY	Debt Securities	5,245	6,005
RIO OIL FINANCE TRUST	Debt Securities	9,029	10,636
RIO TINTO ALCAN INC	Debt Securities	484	621
RIO TINTO FIN USA LTD	Debt Securities	11,402	12,208
RIO TINTO FIN USA PLC	Debt Securities	3,937	4,448
ROCHE HOLDINGS INC	Debt Securities	16,699	17,519
ROCHESTER GAS & ELECTRIC	Debt Securities	3,465	3,455
ROCKIES EXPRESS PIPELINE	Debt Securities	6,525	6,224

ROCKWELL COLLINS INC	Debt Securities	34,859	37,597
ROGERS COMM INC	Debt Securities	714	798
ROHM + HAAS CO	Debt Securities	1,956	2,310
ROPER TECHNOLOGIES	Debt Securities	11,265	11,503
ROYAL BANK CANADA	Debt Securities	4,742	4,814
ROYAL BANK OF SCOTLAND GROUP PLC	Debt Securities	92,441	96,575
* S&P GLOBAL INC	Debt Securities	10,028	11,434
SABAL TRAIL TRANSMISSION LLC	Debt Securities	8,407	9,227
SABINE PASS LIQUEFACTION	Debt Securities	74,499	77,318
SABRA HEALTH CARE	Debt Securities	1,438	1,520
SALES TAX SECURITIZATION	Debt Securities	13,318	14,347
SALT RIVER AZ PROJ AGRIC IMPT	Debt Securities	1,516	1,792
SAN ANTONIO TX ELEC GAS REVE	Debt Securities	5,022	5,554
SAN DIEGO G & E	Debt Securities	30,527	34,445
SAN JOSE REDEV-A-T	Debt Securities	1,817	1,955
SANDS CHINA LTD	Debt Securities	22,241	24,464
SANTANDER HOLDINGS USA	Debt Securities	4,502	4,759
SANTANDER UK GROUP HOLDINGS	Debt Securities	48,998	50,565
SANTANDER UK PLC	Debt Securities	2,729	2,765
SASOL FINANCING INT CO	Debt Securities	6,606	6,658
SASOL FINANCING USA LLC	Debt Securities	5,182	5,628
SAUDI ARABIAN OIL	Debt Securities	9,945	10,592
SAUDI ELEC GLOBAL SUKUK	Debt Securities	5,800	6,971
SAUDI INT BOND	Debt Securities	5,539	6,486
SCANA CORP	Debt Securities	4,677	4,581
SCENTRE GROUP TRUST 1/2	Debt Securities	1,880	1,968
SCHLUMBERGER HOLDINGS CORP	Debt Securities	13,435	14,384
SCHLUMBERGER INVESTMENT	Debt Securities	1,894	2,009
SELECT INCOME REIT	Debt Securities	8,393	8,684
SEMPRA ENERGY	Debt Securities	39,084	41,109
SHELL INTERNATIONAL FIN	Debt Securities	73,525	82,833
SHERWIN-WILLIAMS	Debt Securities	33,115	35,146
SHIRE ACQ INV IRELAND DA	Debt Securities	73,328	75,494
SIEMENS FINANCIERINGSMAT	Debt Securities	16,884	18,137
SIMON PROPERTY GROUP LP	Debt Securities	47,978	49,531
SINOPEC GROUP OVERSEA 2012	Debt Securities	623	647
SITE CENTERS CORP	Debt Securities	16,356	17,647
SKY PLC	Debt Securities	2,794	3,001
SL GREEN REALTY CORP	Debt Securities	8,376	8,541
SLM CORP	Debt Securities	1,200	1,238
SLM STUDENT LOAN TRUST	Debt Securities	904	938
SNAP-ON INC	Debt Securities	1,057	1,160
SOCIETE GENERALE	Debt Securities	21,671	22,733
SOMPO INTERNATIONAL HOLDINGS LTD	Debt Securities	2,609	3,339
SOUTH CAROLINA ELEC+GAS	Debt Securities	34,805	41,340
SOUTH CAROLINA ST PUBLIC SERVICE A	Debt Securities	1,630	2,007
SOUTHERN BAPTIST HOSPITAL	Debt Securities	2,535	3,142
SOUTHERN CAL EDISON	Debt Securities	124,820	133,653
SOUTHERN CALIF GAS CO	Debt Securities	18,503	20,668
SOUTHERN CO	Debt Securities	21,251	22,646
SOUTHERN CO GAS CAPITAL	Debt Securities	8,482	9,476
SOUTHERN COPPER CORP	Debt Securities	15,672	16,743
SOUTHERN NATURAL GAS	Debt Securities	1,132	1,348
SOUTHWEST GAS	Debt Securities	453	500
SOUTHWESTERN ELECTRIC POWER	Debt Securities	8,460	9,376
SOUTHWESTERN PUBLIC SERVICES	Debt Securities	16,726	19,565
SOUTHWESTN ELECTRIC POWER	Debt Securities	3,056	3,341
SPECTRA ENERGY PARTNERS	Debt Securities	15,060	16,450
SPIRIT AEROSYSTE	Debt Securities	5,097	5,393
SPIRIT REALTY LP	Debt Securities	9,811	9,821
SPRINT SPECTRUM	Debt Securities	20,004	21,264
STANDARD CHARTERED	Debt Securities	6,709	6,903
STANDARD INDUSTRIES INC	Debt Securities	3,817	4,043
STANFORD HEALTH CARE	Debt Securities	4,121	4,655
STANLEY BLACK	Debt Securities	10,246	11,021
STARBUCKS CORP	Debt Securities	19,627	22,395
STATE OF QATAR	Debt Securities	12,058	14,285
* STATE STREET CORP	Debt Securities	10,372	10,782
STATOIL ASA	Debt Securities	14,494	15,031
STORE CAPITAL	Debt Securities	5,716	5,928
STRYKER CORP	Debt Securities	10,551	11,360
SUMITOMO MITSUI FINANCIAL GROUP	Debt Securities	84,456	86,963
SUNCOR ENERGY INC	Debt Securities	24,630	26,655
SUNCOR ENERGY VENTURES CO	Debt Securities	1,995	2,290
SUNOCO LOGISTICS PARTNER	Debt Securities	77,174	81,810
SUNTRUST BANKS	Debt Securities	18,290	19,543
SUZANO AUSTRIA	Debt Securities	24,433	25,436
SWISS RE FINANCE	Debt Securities	12,800	14,134
SYDNEY AIRPORT FINANCE	Debt Securities	2,661	2,621
SYNCHRONY FINANCIAL	Debt Securities	6,240	6,759
SYNGENTA FINANCE NV	Debt Securities	10,345	10,035
SYSCO CORPORATION	Debt Securities	2,687	3,001
TAKEDA PHARMACEUTICAL	Debt Securities	50,201	58,607
TAMPA ELECTRIC	Debt Securities	10,119	11,921
TAMPA ELECTRIC CO	Debt Securities	4,025	4,715
TARGET CORP	Debt Securities	9,608	10,725
TCI COMMUNICATIONS INC	Debt Securities	15,114	14,693
TD AMERITRADE	Debt Securities	10,428	10,489
TEACHERS INSURANCE & ANNUITY	Debt Securities	50,652	58,651
TECK RESOURCES	Debt Securities	13,524	14,037
TELECOM ITALIA CAPITAL	Debt Securities	4,602	5,023
TELECOM ITALIA SPA	Debt Securities	3,317	3,556
TELEFONICA EMISIONES SAU	Debt Securities	41,223	45,966
TELUS CORP	Debt Securities	5,244	5,889
TENCENT HOLDINGS LTD	Debt Securities	25,860	27,486
TENN VALLEY AUTHORITY	Debt Securities	22,748	24,285
TENNESSEE GAS PIPELINE	Debt Securities	14,816	16,151
TESCO PROPERTY FIN 3	Debt Securities	3,184	4,023
TESCO PROPERTY FIN 4	Debt Securities	3,063	4,008

TESCO PROPERTY FIN 5	Debt Securities	6,060	7,872
TESCO PROPERTY FIN 6	Debt Securities	2,364	2,999
TEVA PHARMACEUT FIN BV	Debt Securities	8,819	8,032
TEVA PHARMACEUT FIN NL	Debt Securities	909	809
TEVA PHARMACEUTICALS NE	Debt Securities	78,335	66,446
TEXAS EASTERN TRANSMISSION	Debt Securities	19,568	21,299
TEXAS GAS TRANSMISSION	Debt Securities	487	488
TEXAS HEALTH RESOURCES	Debt Securities	3,854	4,816
TEXAS INSTRUMENTS INC	Debt Securities	10,338	10,908
TEXTRON INC	Debt Securities	963	977
THERMO FISHER SCIENTIFIC	Debt Securities	20,889	22,241
* THOMSON REUTERS CORP	Debt Securities	4,070	4,301
TIME WARNER CABLE INC	Debt Securities	68,717	72,911
TIME WARNER ENTERTAINMENT	Debt Securities	13,012	14,283
TJX COS INC	Debt Securities	2,943	2,996
TOLEDO EDISON COMPANY	Debt Securities	2,183	2,770
TORCHMARK CORP	Debt Securities	4,037	4,118
TORONTO-DOMINION BANK	Debt Securities	21,374	21,815
TOTAL CAPITAL INTERNATIONAL	Debt Securities	32,650	34,490
TOTAL CAPITAL SA	Debt Securities	5,308	5,812
TOYOTA MOTOR CREDIT CORP	Debt Securities	279	282
TRANS-ALLEGHENY	Debt Securities	2,114	2,194
TRANSCANADA PIPELINES	Debt Securities	86,865	99,351
TRANSCANADA TRUST CO	Debt Securities	4,775	5,236
TRANSCONTINENTAL GAS PIPE CORP	Debt Securities	3,387	3,721
TRANSCONTINENTAL GAS PIPE LINE	Debt Securities	37,789	40,544
TRAVELERS COS INC	Debt Securities	32,796	36,773
TRAVELERS PPTY CASUALTY	Debt Securities	6,233	6,928
TREASURY BILL	Debt Securities	514,860	514,897
TRINITY HEALTH	Debt Securities	1,967	2,281
TRUST F/1401	Debt Securities	7,882	8,308
TSY INFL IX N/B	Debt Securities	67,206	67,634
TUFTS UNIVERSITY	Debt Securities	1,232	1,607
TYCO ELECTRONICS GROUP S	Debt Securities	4,230	4,365
TYSON FOODS INC	Debt Securities	28,336	32,044
U.S. TREASURY STRIPS	Debt Securities	35,535	42,338
UBS GROUP AG	Debt Securities	13,800	13,936
UBS GROUP FUNDING	Debt Securities	46,365	49,269
UBSCM 2018-C10 A3	Debt Securities	7,575	8,394
UBSCM 2018-C12 A4	Debt Securities	10,100	11,172
UDR INC	Debt Securities	5,397	5,585
UIL HOLDINGS CORPORATION	Debt Securities	446	459
ULTRAPAR INTERNATIONAL SA	Debt Securities	3,124	3,313
UNICREDIT SPA	Debt Securities	28,620	32,258
UNILEVER CAPITAL	Debt Securities	9,300	9,244
UNILEVER CAPITAL CORP	Debt Securities	2,059	2,318
UNION CARBIDE CORP	Debt Securities	615	748
UNION ELECTRIC CO	Debt Securities	24,841	26,190
UNION PACIFIC CORP	Debt Securities	112,589	123,948
UNITED AIR 2014 1 A PTT	Debt Securities	4,086	4,368
UNITED MEXICAN STATES	Debt Securities	7,352	8,035
UNITED PARCEL SERVICE	Debt Securities	22,123	22,781
UNITED TECHNOLOGIES CORP	Debt Securities	112,047	124,885
UNITEDHEALTH GROUP INC	Debt Securities	236,586	259,375
UNIVERSITY OF CALIFORNIA CA REVENUES	Debt Securities	3,248	3,673
UNIVERSITY OF NOTRE DAME	Debt Securities	13,623	15,228
UNIVERSITY OF PENNSYLVANIA	Debt Securities	7,175	9,653
UNIVERSITY OF SOUTHERN CALIFORNIA	Debt Securities	3,143	4,411
UNIVERSITY OF TEXAS TX	Debt Securities	8,380	10,037
UNIVERSITY OF VIRGINIA-C-TXBL	Debt Securities	10,060	12,477
UNP RR CO 2006 PASS TRST	Debt Securities	1,099	1,104
UNTD AIR 18-1 AA	Debt Securities	15,548	16,360
UNTD AIR 19-1 AA	Debt Securities	4,614	5,012
UNTD AIR 19-2 AA	Debt Securities	3,675	3,690
UNUM GROUP	Debt Securities	8,915	8,992
UPS OF AMERICA INC	Debt Securities	949	935
US AIRWAYS 2011 1A PTT	Debt Securities	1,468	1,658
US AIRWAYS 2012 1A PTT	Debt Securities	3,661	3,929
US AIRWAYS 2012 2A PTT	Debt Securities	1,804	1,946
US AIRWAYS 2013 1A PTT	Debt Securities	1,541	1,661
US BANCORP	Debt Securities	24,477	25,281
US BANK NA CINCINNATI	Debt Securities	29,940	31,290
US TREASURY FRN	Debt Securities	325,329	325,329
US TREASURY N/B	Debt Securities	8,875,890	9,535,799
USAA CAPITAL CORP	Debt Securities	5,094	5,096
VALE	Debt Securities	2,710	3,013
VALE CANADA LTD	Debt Securities	962	984
VALE OVERSEAS LIMITED	Debt Securities	45,420	48,551
VALERO ENERGY CORP	Debt Securities	30,334	32,325
VALERO ENERGY PA	Debt Securities	16,918	18,289
VALIDUS HOLDINGS LTD	Debt Securities	4,341	4,841
VENTAS REALTY LP	Debt Securities	48,673	51,628
VEREIT OPERATING	Debt Securities	3,976	4,329
VERISK ANALYTICS	Debt Securities	2,877	3,096
VERIZON COMMUNICATIONS	Debt Securities	245,901	284,973
VIACOM INC	Debt Securities	47,714	53,641
VICORP RESTAURNTS INC	Debt Securities	1	-
VIRGINIA ELECTRIC & POWER	Debt Securities	120,914	134,885
VISA INC	Debt Securities	50,503	57,224
VMWARE INC	Debt Securities	12,018	12,344
VODAFONE GROUP PLC	Debt Securities	60,908	68,032
VOLKSWAGEN GOURP	Debt Securities	28,880	30,585
VULCAN MATERIALS	Debt Securities	12,254	13,233
WABTEC CORP	Debt Securities	13,300	14,510
WALGREENS BOOTS ALLIANCE	Debt Securities	2,384	2,553
WALMART INC	Debt Securities	128,544	141,530
WALT DISNEY CO/THE	Debt Securities	119,443	124,118
WARNER MEDIA	Debt Securities	8,803	9,852
WASHINGTON GAS LIGHT CO	Debt Securities	3,343	3,455

	WASHINGTON PG LP	Debt Securities	7,075	7,075
	WASTE MANAGEMENT INC	Debt Securities	21,648	23,778
	WEA FINANCE LLC	Debt Securities	5,142	5,959
	WELLS FARGO & COMPANY	Debt Securities	225,417	245,416
	WELLS FARGO BANK NA	Debt Securities	16,307	19,235
	WELLS FARGO CAPITAL X	Debt Securities	1,222	1,324
	WELLS FARGO MORTGAGE BACKED	Debt Securities	45	44
	WELLTOWER INC	Debt Securities	60,793	65,898
	WEST FRASER TIMBER CO	Debt Securities	1,595	1,659
	WESTAR ENERGY INC	Debt Securities	25,220	29,160
	WESTERN DIGITAL	Debt Securities	1,330	1,441
	WESTERN GAS PARTNERS	Debt Securities	41,003	37,647
	WESTPAC BANKING	Debt Securities	17,152	17,820
	WESTROCK MWV LLC	Debt Securities	6,161	6,905
	WESTROCK RKT CO	Debt Securities	10,738	10,447
	WEYERHAEUSER CO	Debt Securities	35,610	40,673
	WHIRLPOOL CORP	Debt Securities	598	633
	WILLIAMS COMPANIES	Debt Securities	78,237	85,886
	WILLIS NORTH AMERICA	Debt Securities	20,090	20,692
	WISCONSIN ELECTRIC POWER	Debt Securities	8,853	9,381
	WISCONSIN POWER + LIGHT	Debt Securities	6,723	7,134
	WISCONSIN PUBLIC SERVICE	Debt Securities	19,992	23,338
	WM WRIGLEY JR CO	Debt Securities	9,638	9,479
	WOODSIDE FINANCE LTD	Debt Securities	8,465	8,784
	WP CAREY INC	Debt Securities	4,882	5,241
	WR GRACE & CO-CO	Debt Securities	791	793
	WRKCO INC	Debt Securities	8,883	9,537
	WW GRAINGER INC	Debt Securities	2,376	2,653
	WYETH LLC	Debt Securities	34,208	37,890
	WYNDHAM DESTINATIONS INC	Debt Securities	2,944	2,805
	XCEL ENERGY INC	Debt Securities	11,408	12,182
	XEROX CORP	Debt Securities	4,776	4,930
	XLIT LTD	Debt Securities	14,426	17,153
	YAMANA GOLD INC	Debt Securities	2,831	2,995
	ZIMMER BIOMET HOLDINGS	Debt Securities	20,713	21,996
	ZOETIS INC	Debt Securities	29,391	33,047
		Total debt securities	33,503,657	36,039,969
Investment funds				
	ALL WEATHER PORT CL B SERIE CX	Investment Funds	125,629	186,611
	BRIDGEWATER OPTIMAL PORT LTD	Investment Funds	428,674	447,437
	BRIDGEWATER PURE ALPHA FUND II SER CC	Investment Funds	71,574	111,454
	GM ARS FUND I	Investment Funds	381	400
	* GOLDMAN SACHS INVEST PARTNERS	Investment Funds	975	908
	* GOLDMAN SACHS INVEST PARTNERS OFFSHORE	Investment Funds	377	77
	* GSIP OFFSHORE LP	Investment Funds	-	3
	* GSIP OS LP CL SP12A SRS 1	Investment Funds	426	14
	LISPENARD STREET CREDIT FUND	Investment Funds	134	79
	LISPENARD STREET FUND	Investment Funds	322	211
	MARKET ADVANTAGE II, LTD CLASS E	Investment Funds	364,000	448,275
	MARKET ADVANTAGE LTD CL D	Investment Funds	131,181	223,235
	REDBOURN PARTNERS LTD	Investment Funds	7,866	9,421
		Total investment funds	1,131,539	1,428,125
Private equity and debt investments				
	ACCEL GROWTH FUND IV LP	Private equity and debt investments	11,460	13,819
	ACCEL LEADERS FUND	Private equity and debt investments	2,715	5,757
	ACCEL XIII LP	Private equity and debt investments	3,776	4,278
	AH PARALLEL FUND V, LP	Private equity and debt investments	3,720	4,390
	AIG ADVISOR GROUP	Private equity and debt investments	-	787
	ANDREESSEN HOROWITZ FUND V, LP	Private equity and debt investments	4,560	4,916
	APOLLO IX	Private equity and debt investments	2,872	2,220
	BATTERY VENTURES XI SIDE FUND	Private equity and debt investments	2,994	6,262
	BATTERY VENTURES XI, LP	Private equity and debt investments	5,324	10,068
	BLACKSTONE VII, LP	Private equity and debt investments	5,832	7,162
	CHARLES RIVER VENTURES XVII LP	Private equity and debt investments	4,100	4,544
	CLEV CMN NEW	Private equity and debt investments	9,764	422
	EOS FITNESS	Private equity and debt investments	8,500	37,961
	FOUNDATION CAPITAL VIII	Private equity and debt investments	8,172	13,118
	GSR VENTURES V, LP	Private equity and debt investments	7,732	13,118
	HEALTHSUN HEALTHPLANS INC	Private equity and debt investments	5	465
	INSIGHT VENTURE PARTNERS IX LP	Private equity and debt investments	9,378	18,412
	INSIGHT VENTURE X 44 LP	Private equity and debt investments	17,748	20,613
	IVANTI LP	Private equity and debt investments	8,337	12,584
	KEYIMPACT SALES + SYSTEMS	Private equity and debt investments	11,000	12,944
	LIGHTYEAR FUND IV, LP	Private equity and debt investments	17,725	18,608
	MAYFIELD XV, LP	Private equity and debt investments	4,900	7,408
	NEWARK EXP LIT	Private equity and debt investments	-	47
	NEWARK IND ESC	Private equity and debt investments	-	47
	PARTHENON INVESTORS V, LP	Private equity and debt investments	10,533	16,792
	PEAK 10 44 LP	Private equity and debt investments	10,019	10,786
	REDPOINT VENTURES VI, LP	Private equity and debt investments	9,100	10,843
	SABA SOFTWARE INC	Private equity and debt investments	8,737	16,360
	SELLIGENT	Private equity and debt investments	10,619	7,692
	SILVER LAKE V 44 LP	Private equity and debt investments	12,191	13,820
	SOCIAL CAPITAL PRTRNSHP 3 LP	Private equity and debt investments	8,572	11,973
	SPARK CAPITAL V LP	Private equity and debt investments	4,868	5,523
	SPECTRUM	Private equity and debt investments	-	1,763
	SUMMIT PARTNERS GROWTH EQUITY LP	Private equity and debt investments	16,503	18,136
	TRINITY VENTURES XII, LP	Private equity and debt investments	7,075	12,726
	VECTOR CAPITAL V, L.P. LP	Private equity and debt investments	11,654	7,964
	VENROCK ASSOCIATES VIII 44 LP	Private equity and debt investments	3,550	3,557
	WME IMG 44 LP	Private equity and debt investments	11,130	14,416
		Total private equity and debt investments	275,165	372,301
Real estate and other alternative investments				
	AGNC INVESTMENT	Real estate and other alternative investments	617	460
	ALEXANDRIA REAL ESTATE EQUITIES	Real estate and other alternative investments	602	854
	AMERICAN CAMPUS COMM INC	Real estate and other alternative investments	627	654

AMERICAN TOWER CORP	Real estate and other alternative investments	2,210	5,107
ANNALY CAPITAL MANAGEMENT INC	Real estate and other alternative investments	905	651
ARMADA HOFFLER PROPERTIES INC	Real estate and other alternative investments	2,086	3,066
AVALONBAY COMMUNITIES INC	Real estate and other alternative investments	1,158	1,554
BOSTON PROPERTIES INC	Real estate and other alternative investments	968	1,075
CAMDEN PROPERTY TRUST	Real estate and other alternative investments	376	551
CORESITE REALTY CORP	Real estate and other alternative investments	1,774	2,449
CORP OFFICE PROPERTIES	Real estate and other alternative investments	1,041	1,084
CROWN CASTLE INTL CORP	Real estate and other alternative investments	1,923	3,053
DIGITAL REALTY TRUST INC	Real estate and other alternative investments	1,037	1,396
DUKE REALTY CORP	Real estate and other alternative investments	382	643
EQUINIX INC	Real estate and other alternative investments	1,480	2,594
EQUITY LIFESTYLE	Real estate and other alternative investments	527	588
EQUITY RESIDENTIAL	Real estate and other alternative investments	1,244	1,659
ESSEX PROPERTY TRUST INC	Real estate and other alternative investments	654	1,080
EXTRA SPACE STORAGE INC	Real estate and other alternative investments	551	785
FEDERAL REALTY INVS TRUST	Real estate and other alternative investments	518	535
GREENOAK ASIA FEEDER II LP	Real estate and other alternative investments	28,971	27,724
GREENOAK SPAIN REAL ESTATE FUND	Real estate and other alternative investments	12,847	16,679
H2 SPECIAL OPPORTUNITIES III	Real estate and other alternative investments	60,817	56,299
HCP INC	Real estate and other alternative investments	918	890
HEALTHCARE RLTY	Real estate and other alternative investments	1,635	1,796
HOST HOTELS + RESORTS INC	Real estate and other alternative investments	669	680
INVITATION HOMES INC	Real estate and other alternative investments	584	703
IRON MOUNTAIN INC	Real estate and other alternative investments	499	463
KIMCO REALTY CORP	Real estate and other alternative investments	583	472
KMF X	Real estate and other alternative investments	76,000	112,010
LIBERTY PROPERTY TRUST	Real estate and other alternative investments	287	403
MACERICH CO/THE	Real estate and other alternative investments	365	162
MACK-CALI REALTY CORP	Real estate and other alternative investments	2,051	1,971
MEDICAL PROPERTIES TRUST INC	Real estate and other alternative investments	1,965	2,852
MID-AMERICA APARTMENT COMMUNITY	Real estate and other alternative investments	583	793
NATIONAL RETAIL	Real estate and other alternative investments	337	456
OUTFRONT MEDIA INC	Real estate and other alternative investments	958	1,331
POTLATCHDELTIC C	Real estate and other alternative investments	1,167	1,261
PROLOGIS INC	Real estate and other alternative investments	1,546	2,778
PUBLIC STORAGE	Real estate and other alternative investments	1,629	2,002
REALTY INCOME CORP	Real estate and other alternative investments	1,005	1,312
REDWOOD TRUST INC	Real estate and other alternative investments	653	643
REGENCY CENTERS CORP	Real estate and other alternative investments	525	568
REXFORD INDUSTRIAL	Real estate and other alternative investments	1,751	2,536
SABRA HEALTH CARE REIT	Real estate and other alternative investments	1,901	2,161
SBA COMM CORP	Real estate and other alternative investments	502	1,393
SIMON PROPERTY GROUP INC	Real estate and other alternative investments	2,753	2,509
SL GREEN REALTY CORP	Real estate and other alternative investments	422	364
SPIRIT REALTY	Real estate and other alternative investments	1,947	2,240
STORE CAPITAL CORP	Real estate and other alternative investments	1,226	1,863
SUN COMMUNITIES	Real estate and other alternative investments	566	668
TERRENO REALTY CORP	Real estate and other alternative investments	777	889
UDR INC	Real estate and other alternative investments	459	692
VENTAS INC	Real estate and other alternative investments	1,165	1,361
VEREIT INC	Real estate and other alternative investments	570	507
VORNADO REALTY TRUST	Real estate and other alternative investments	667	576
WELLTOWER INC	Real estate and other alternative investments	1,539	1,966
WEYERHAEUSER CO	Real estate and other alternative investments	1,018	1,046
WP CAREY INC	Real estate and other alternative investments	626	823
Total real estate and other alternative investments		235,163	285,680

Derivatives

317513R66 INFFLOOR USD CPURNSA	Derivatives	(35)	-
317587129 CDX.O P 2.90 IG32 5Y JUN20 P	Derivatives	(36)	(1)
317587327 CDX.O P 0.90 IG32 5Y NOV19 P	Derivatives	(81)	(12)
317587582 CDX.O P 0.70 IG32 5Y OCT19 P	Derivatives	(133)	(14)
3175FL187 CDX.O P 0.85 IG32 5Y NOV19 P	Derivatives	(10)	(2)
3175FL450 CDX.O P 0.95 IG32 5Y DEC19 P	Derivatives	(16)	(5)
3175JA856 CDX.O P 0.65 IG32 5Y OCT19 P	Derivatives	(14)	(2)
3175JA963 CDX.O P 0.75 IG32 5Y NOV19 P	Derivatives	(231)	(60)
3175ZA262 CDX.O C 0.45 IG32 5Y NOV19 C	Derivatives	(13)	(118)
317U291P5 IRO USD 5Y P	Derivatives	(763)	-
317U292P4 IRO USD 30Y P	Derivatives	759	1
317U385T4 IRO USD 5Y P	Derivatives	(262)	(12)
317U386T3 IRO USD 5Y C	Derivatives	(320)	(642)
317U724M9 IRO USD 5Y P	Derivatives	(379)	-
317U725M8 IRO USD 30Y P	Derivatives	380	-
990549101 EFA UP EQUITY DEC19 C	Derivatives	(7,153)	(1,498)
990549200 EFA UP EQUITY DEC19 P	Derivatives	14,461	2,152
990549309 EFA INDEX DEC19 P	Derivatives	(7,309)	(393)
990549408 EEM UP EQUITY DEC19 C	Derivatives	(3,469)	(63)
990549507 EEM UP EQUITY DEC19 P	Derivatives	7,561	2,060
990549606 EEM UP EQUITY DEC19 P	Derivatives	(4,092)	(584)
990575908 ISHARES MSCI EMERGIN DEC19 P	Derivatives	(22,156)	(448)
990576005 ISHARES MSCI EMERGIN DEC19 P	Derivatives	39,539	1,711
990576104 ISHARES MSCI EMERGIN DEC19 C	Derivatives	(17,384)	(42,953)
990578407 ISHARES MSCI EMERGIN DEC19 P	Derivatives	(1,747)	(194)
990578506 ISHARES MSCI EMERGIN DEC19 P	Derivatives	3,011	668
990578605 ISHARES MSCI EMERGIN DEC19 C	Derivatives	(1,264)	(22)
990578704 ISHARES MSCI EMERGIN DEC19 P	Derivatives	(3,037)	(68)
990578803 ISHARES MSCI EMERGIN DEC19 P	Derivatives	5,806	336
990578902 ISHARES MSCI EMERGIN DEC19 C	Derivatives	(2,769)	(2,326)
990579009 ISHARES MSCI EMERGIN DEC19 P	Derivatives	(2,105)	(131)
990579108 ISHARES MSCI EMERGIN DEC19 P	Derivatives	3,736	420
990579207 ISHARES MSCI EMERGIN DEC19 C	Derivatives	(1,631)	(899)
990633202 SPX INDEX MAR20P	Derivatives	(8,610)	(3,371)
990633301 SPX INDEX MAR20 P	Derivatives	17,189	8,364
990633400 SPX INDEX MAR20 C	Derivatives	(8,579)	(13,134)
990633509 SPX INDEX JUN20 P	Derivatives	(8,174)	(4,481)
990633608 SPX INDEX JUN20 P	Derivatives	15,109	9,259
990633707 SPX INDEX JUN20 C	Derivatives	(6,935)	(10,552)
990633806 RTY INDEX MAR20 P	Derivatives	(886)	(597)

99O633905 RTY INDEX MAR20 P	Derivatives	1,734	1,408
99O634002 RTY INDEX MAR20 C	Derivatives	(849)	(190)
99O634101 RTY INDEX JUN20 P	Derivatives	(831)	(680)
99O634200 RTY INDEX JUN20 P	Derivatives	1,496	1,375
99O634309 RTY INDEX JUN20 C	Derivatives	(665)	(209)
99O635009 MXEA INDEX MAR20 P	Derivatives	(4,685)	(1,496)
99O635108 MXEA INDEX MAR20 P	Derivatives	9,864	4,586
99O635207 MXEA INDEX MAR20 C	Derivatives	(5,179)	(2,341)
99O635306 MXEA INDEX JUN20 P	Derivatives	(4,440)	(2,229)
99O635405 MXEA INDEX JUN20 P	Derivatives	9,250	5,634
99O635504 MXEA INDEX JUN20 C	Derivatives	(4,810)	(2,565)
99O635900 EEM UP EQUITY MAR20 P	Derivatives	(2,849)	(1,737)
99O636007 EEM UP EQUITY MAR20 P	Derivatives	5,284	4,458
99O636106 EEM UP EQUITY MAR20 C	Derivatives	(2,435)	(169)
99O636205 EEM UP EQUITY JUN20 P	Derivatives	(2,596)	(2,196)
99O636304 EEM UP EQUITY JUN20 P	Derivatives	4,539	4,594
99O636403 EEM UP EQUITY JUN20 C	Derivatives	(1,943)	(231)
99O752408 SPX INDEX JUN20 P	Derivatives	(3,331)	(3,088)
99O752507 SPX INDEX JUN20 P	Derivatives	6,663	6,241
99O752606 SPX INDEX JUN20 C	Derivatives	(3,331)	(3,519)
99O752705 SPX INDEX SEP20 P	Derivatives	(13,497)	(12,658)
99O752804 SPX INDEX SEP20 P	Derivatives	24,575	23,260
99O752903 SPX INDEX SEP20 C	Derivatives	(11,078)	(11,671)
99O753000 MXEA INDEX JUN20 P	Derivatives	(1,197)	(1,216)
99O753109 MXEA INDEX JUN20 P	Derivatives	3,016	3,084
99O753208 MXEA INDEX JUN20 C	Derivatives	(1,819)	(1,610)
99O753307 MXEA INDEX SEP20 P	Derivatives	(5,152)	(5,010)
99O753406 MXEA INDEX SEP20 P	Derivatives	11,306	11,336
99O753505 MXEA INDEX SEP20 C	Derivatives	(6,154)	(6,610)
99O753604 RTY INDEX JUN20 P	Derivatives	(320)	(309)
99O753703 RTY INDEX JUN20 P	Derivatives	643	631
99O753802 RTY INDEX JUN20 C	Derivatives	(324)	(275)
99O753901 RTY INDEX SEP20 P	Derivatives	(1,289)	(1,279)
99O754008 RTY INDEX SEP20 P	Derivatives	2,413	2,386
99O754107 RTY INDEX SEP20 C	Derivatives	(1,124)	(977)
99O754206 EEM UP EQUITY JUN20 P	Derivatives	(1,237)	(843)
99O754305 EEM UP EQUITY JUN20 P	Derivatives	2,062	1,738
99O754404 EEM UP EQUITY JUN20 C	Derivatives	(825)	(749)
99O754503 EEM UP EQUITY SEP20 P	Derivatives	(4,206)	(3,382)
99O754602 EEM UP EQUITY SEP20 P	Derivatives	6,927	6,284
99O754701 EEM UP EQUITY SEP20 C	Derivatives	(2,721)	(2,454)
BWPC0EAU0 CDS USD P F 1.00000 1 CCP R V 03MEVENT 2 CCP	Derivatives	(51)	(35)
BWPC0HCN7 CDS USD P F 1.000 CCP R V 03MEVENT 2 CCP	Derivatives	(43)	(42)
BWU00MO45 IRS JPY R V 06MLIBOR CCP P F 0.3000 CCP	Derivatives	38	(794)
BWU00UDV9 IRS EUR R V 06MEURIB CCP P F 0.5000 CCP	Derivatives	(276)	(455)
BWU00VLC0 IRS USD R V 03MLIBOR P F 3.000 CCP	Derivatives	-	(11,281)
BWU00VX94 IRS USD R V 03MLIBOR P F 1.2500 CCP	Derivatives	1,053	1,014
BWU00W8P4 IRS EUR R V 06MEURIB P F 0.0000 CCP	Derivatives	326	13
BWU00W8W9 IRS GBP R V 06MLIBOR P F 0.7500 CCP	Derivatives	(4)	(37)
BWU00W8X7 IRS GBP R V 06MLIBOR P F 0.7500 CCP	Derivatives	247	(214)
BWU00W9G3 IRS USD R V 03MLIBOR P F 3.0545 CCP	Derivatives	-	(5,566)
BZ132517 IRS USD R V 03MLIBOR MZ132517 P F 2.77250	Derivatives	-	-
SWPC0C1D2 CDS USD P V 01MEVENT 2 CMBX R F .5000 CMBX	Derivatives	(1,686)	553
SWPC0C1Y4 CDS USD P V 01MEVENT 2 CMBX R F .5000 1 CMBX	Derivatives	(1,151)	377
SWPC0DQX9 CDS USD P V 03MEVENT 2 CCP R F 1.000 1 CCP	Derivatives	(85)	328
SWPC0DU30 CDS USD P V 03MEVENT 2 CCP R F 1.000 CCP	Derivatives	263	634
SWPC0DVZ8 CDS USD P V 03MEVENT CCP R F 1.000 CCP	Derivatives	(123)	(15)
SWPC0E924 CDS USD P V 03MEVENT 2 CCP R F 5.000 1 CCP	Derivatives	2,189	1,347
SWPC0EAY2 CDS USD P V 03MEVENT 2 CCP R F 1.000 1 CCP	Derivatives	328	352
SWPC0EOD3 CDS USD P V 03MEVENT 2 CCP R F 5.000 1 CCP	Derivatives	327	227
SWPC0F525 CDS USD P V 01MEVENT 2 CMBX R F .5000 1 CMBX	Derivatives	(62)	19
SWPC0F988 CDS USD P V 03MEVENT 2 CCP R F 5.000 1 CCP	Derivatives	999	616
SWPC0FAP8 CDS USD P V 03MEVENT 2 CCP R F 1.000 1 CCP	Derivatives	21	35
SWPC0FFO6 CDS USD P V 03MEVENT 2 CCP R F 1.000 1 CCP	Derivatives	(104)	81
SWPC0FGI8 CDS USD P V 03MEVENT CCP R F 1.000 CCP	Derivatives	(405)	29
SWPC0GA27 CDS USD P V 03MEVENT CCP R F 1.000 CCP	Derivatives	49	49
SWPC0GA50 CDS USD P V 03MEVENT 2 CCP R F 1.000 1 CCP	Derivatives	80	89
SWPC0GBH3 CDS USD R F 1.000 1 CCP P V 03MEVENT 2 CCP	Derivatives	182	207
SWPC0GCR0 CDS USD R F 1.000 1 CCP P V 03MEVENT 2 CCP	Derivatives	247	238
SWPC0HSF2 CDS USD R F 1.000 FIX CORP P V 03MEVENT FLO CORP	Derivatives	(48)	(37)
SWPC0H5H8 CDS USD R F 1.000 FIX CORP P V 03MEVENT FLO CORP	Derivatives	(333)	(230)
SWPC0HJ26 CDS USD R F 1.000 1 CCP P V 03MEVENT 2CCP	Derivatives	(622)	8
SWPC0HWQ3 CDS USD R F 1.000 1 CCP P V 03MEVENT 2CCP	Derivatives	24	75
SWPC0HY52 CDS USD R F 1.000 1 CCP P V 03MEVENT 2CCP	Derivatives	30	32
SWPC0I2E6 CDS USD R F 1.000 P V 03MEVENT FLO	Derivatives	(28)	(10)
SWPC0I305 CDS USD R F 1.000 1 CCP P V 03MEVENT 2CCP	Derivatives	(1)	(3)
SWPC0IJA6 CDS USD R F 1.000 1 CCP P V 03MEVENT 2CCP	Derivatives	4	4
SWPC0IK97 CDS USD R F 1.000 P V 03MEVENT FLO	Derivatives	(185)	(217)
SWU00VLA4 IRS USD R F 3.00000 P V 03MLIBOR CCP	Derivatives	-	1,670
SZ125772 IRS USD P V 03MLIBOR CCP R F 1.750 CCP	Derivatives	-	327
SZ125947 IRS USD P V 03MLIBOR CCP R F 1.6035 CCP	Derivatives	-	149
SZ128800 IRS USD P V 03MLIBOR CCP R F 2.059 CCP	Derivatives	-	172
SZ128803 IRS USD P V 03MLIBOR CCP R F 2.67250 CCP	Derivatives	-	2,682
Forward Foreign Currency Contracts - BRL/USD	Derivatives	-	(6)
Forward Foreign Currency Contracts - COP/USD	Derivatives	-	(276)
Forward Foreign Currency Contracts - EUR/USD	Derivatives	-	(14)
Forward Foreign Currency Contracts - GBP/USD	Derivatives	-	(70)
Forward Foreign Currency Contracts - HUF/USD	Derivatives	-	(26)
Forward Foreign Currency Contracts - IDR/USD	Derivatives	-	(88)
Forward Foreign Currency Contracts - JPY/USD	Derivatives	-	(1,469)
Forward Foreign Currency Contracts - MXN/USD	Derivatives	-	(413)
Forward Foreign Currency Contracts - PLN/USD	Derivatives	-	(228)
Forward Foreign Currency Contracts - RUB/USD	Derivatives	-	210
Forward Foreign Currency Contracts - TRY/USD	Derivatives	-	4
Forward Foreign Currency Contracts - USD/AUD	Derivatives	-	(3)
Forward Foreign Currency Contracts - USD/BRL	Derivatives	-	70
Forward Foreign Currency Contracts - USD/EUR	Derivatives	-	388
Forward Foreign Currency Contracts - USD/GBP	Derivatives	-	(550)
Forward Foreign Currency Contracts - USD/MXN	Derivatives	-	(162)

Forward Foreign Currency Contracts - USD/PEN
Forward Foreign Currency Contracts - ZAR/USD
RX9P170.5
RX9P173
RX29C178.5
AUST 10Y BOND FUT DEC19
E-MINI RUSS 2000 DEC19
EURO STOXX 50 DEC19
FTSE 100 IDX FUT DEC19
HANG SENG IDX FUT OCT19
MSCI EMGMKT DEC19
S+P/TSX 60 IX FUT DEC19
S+P500 EMINI FUT DEC19
SPI 200 FUTURES DEC19
TOPIX INDX FUTR DEC19
US 10YR NOTE (CBT)DEC19
US 10YR ULTRA FUT DEC19
US 2YR NOTE (CBT) DEC19
US 5YR NOTE (CBT) DEC19
US LONG BOND(CBT) DEC19
US ULTRA BOND CBT DEC19

Derivatives	-	647
Derivatives	-	(570)
Derivatives	-	14
Derivatives	-	-
Derivatives	-	79
Derivatives	-	(62)
Derivatives	-	(2,168)
Derivatives	-	975
Derivatives	-	386
Derivatives	-	(10)
Derivatives	-	(2,812)
Derivatives	-	2
Derivatives	-	(3,543)
Derivatives	-	100
Derivatives	-	2,517
Derivatives	-	(14,311)
Derivatives	-	(3,149)
Derivatives	-	2,297
Derivatives	-	(746)
Derivatives	-	(2,034)
Derivatives	-	3,404
Total derivatives	43	(78,514)

Total directly held investments	\$ 36,678,240	\$ 40,291,518
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* Denotes parties-in-interest

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2018 This Form is Open to Public Inspection
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For calendar plan year 2018 or fiscal plan year beginning 10/01/2018 and ending 09/30/2019

▶ **Round off amounts to nearest dollar.**

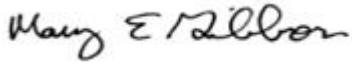
▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan General Motors Hourly-Rate Employees Pension Plan	B Three-digit plan number (PN) ▶ 003
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF General Motors LLC	D Employer Identification Number (EIN) 27-0383222
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>10</u> Day <u>01</u> Year <u>2018</u>	
2 Assets:	
a Market value.....	2a 52,018,266,180
b Actuarial value	2b 53,797,460,587
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment	(1) Number of participants 350,160 (2) Vested Funding Target 43,595,414,249 (3) Total Funding Target 43,595,414,249
b For terminated vested participants	18,720 533,992,550 533,992,550
c For active participants	27,366 3,425,669,073 3,918,895,766
d Total	396,246 47,555,075,872 48,048,302,565
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 5.53%
6 Target normal cost	6 295,473,840

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		05/01/2020
Signature of actuary		Date
Mary E Gibbon		2006921
Type or print name of actuary		Most recent enrollment number
Willis Towers Watson US LLC		703-258-8163
Firm name		Telephone number (including area code)
800 North Glebe Road		
Arlington VA 22203		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

**Schedule SB (Form 5500) 2018
v. 171027**

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	6,062,760,009	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	214,933,874	
9	Amount remaining (line 7 minus line 8).....	5,847,826,135	0
10	Interest on line 9 using prior year's actual return of <u>1.77%</u>	103,506,523	0
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year).....		0
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.73%</u>		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		
c	Total available at beginning of current plan year to add to prefunding balance.....		0
d	Portion of (c) to be added to prefunding balance.....		
12	Other reductions in balances due to elections or deemed elections.....		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	5,951,332,658	0

Part III	Funding Percentages
-----------------	----------------------------

14	Funding target attainment percentage	14	99 . 57%
15	Adjusted funding target attainment percentage.....	15	111 . 96%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	112 . 16%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV	Contributions and Liquidity Shortfalls
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18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
			Totals ►	18(b)	0 18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year?..... ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 3.92 %	2nd segment: 5.52 %	3rd segment: 6.29 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions)	Prior regulation:	☐ Prescribed - combined	☐ Prescribed - separate	☒ Substitute
	Current regulation:	☐ Prescribed - combined	☐ Prescribed - separate	☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	295,473,840	
b Excess assets, if applicable, but not greater than line 31a	31b		
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment			
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	295,473,840	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	295,473,840		295,473,840
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b		
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:	
a Schedule elected	☐ 2 plus 7 years ☐ 15 years
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

Schedule SB - Statement by Enrolled Actuary

Plan Sponsor	General Motors LLC
EIN/PN	27-0383222 / 003
Plan Name	General Motors Hourly-Rate Employees Pension Plan
Valuation Date	October 1, 2018
Enrolled Actuary	Mary Gibbon
Enrollment Number	20-6921

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

Schedule SB, Line 22 – Description of Weighted Average Retirement Age
General Motors Hourly-Rate Employees Pension Plan
EIN/PIN 27-0383222/003

For each active and transferred employee, an average retirement age for each possible decrement is calculated as the probability of decrementing in each year multiplied by the percentage of the employee not previously decremented.

The weighted average retirement age is calculated as the average of these individual employee ages, per decrement, weighted by the total number expected to leave due to each decrement. These decrements are disability retirement, 30 years of service, years of service and age totaling 85, 55 years of age and 10 years of service, consent retirement, and normal retirement.

Representative retirement rates are found in the attachment Schedule SB, Part V – Statement of Actuarial Assumptions/Methods.

Schedule SB, Line 23 – Information on Use of Substitute Mortality Tables
General Motors Hourly-Rate Employees Pension Plan
EIN/PIN 27-0383222/003

The IRS has approved GM's use of plan specific mortality tables based on GM's on mortality experience for funding purposes through the 10/1/2024 plan year.

GM Specific Hourly Healthy Male Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for healthy non-annuitant and annuitant males for current and prior valuations.

GM Specific Hourly Healthy Female Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for healthy non-annuitant and annuitant females for current and prior valuations.

GM Specific Hourly Disabled Male Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for disabled mortality for current and prior valuations.

GM Specific Hourly Disabled Female Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for disabled mortality for current and prior valuations.

Schedule SB, Line 24 – Change in Actuarial Assumptions
General Motors Hourly-Rate Employees Pension Plan
EIN/PIN 27-0383222/003

Change in assumptions and methods since prior valuation:

The assumed plan related expenses added to the target normal cost were changed from \$91,611,000 for 2017 to \$174,890,000 for 2018.

There was a change in the interest crediting rate for certain former Saturn employees and this change was treated as an assumption change.

Part V— Statement of actuarial assumptions and methods

Economic Assumptions

Interest rate basis: Segment rates based on bond yields during the fourth month preceding the valuation date.

- Applicable month: June, 2018

Interest Rates:	Not Reflecting Corridors	Reflecting Corridors
-----------------	--------------------------	----------------------

- | | | |
|---------------------------|-------|-------|
| • First segment rate | 2.07% | 3.92% |
| • Second segment rate | 3.70% | 5.52% |
| • Third segment rate | 4.43% | 6.29% |
| • Effective interest rate | 3.77% | 5.53% |

Expected Return (before applying limitation under Notice 2009-22):	Year Ending 9/30/2019 6.26%	Year Ending 9/30/2018 6.52%
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Demographic Assumptions

Inclusion date The valuation date coincident with or next following the date on which the employee begins to earn Credited Service.

New or rehired employees It was assumed there will be no new or rehired employees.

Mortality

- **Healthy**

GM Specific Hourly Healthy Male Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for healthy non-annuitant and annuitant males.

GM Specific Hourly Healthy Female Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for healthy non-annuitant and annuitant females.

The sample rates at 10/1/2018 by gender are shown below:

Percentage not surviving during the year		
Age	Males	Females
20	0.0239%	0.0141%
30	0.0433%	0.0218%
40	0.1447%	0.0533%
50	0.2929%	0.2042%
60	0.7219%	0.5808%
70	1.9731%	1.7669%
80	5.8998%	4.5981%
90	17.2402%	13.0601%
100	35.4365%	26.7298%

- **Disabled**

GM Specific Hourly Disabled Male Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for disabled males.

GM Specific Hourly Disabled Mortality Table projected generationally with 100% scale AA from 10/1/2010 is used for disabled females.

The sample rates at 10/1/2018 by gender are shown below:

Percentage not surviving during the year		
Age	Males	Females
20	0.0239%	0.0141%
30	0.0403%	0.0218%
40	0.1244%	0.0764%
50	1.1678%	0.6662%
60	2.1811%	1.2613%
70	4.3973%	2.6577%
80	10.6242%	6.7341%
90	20.2284%	14.6468%
100	36.4352%	28.0785%

Disability rates

The rates at which participants become disabled by age are shown below:

Age	Percentage becoming disabled during the year
40	0.22%
45	0.39%
50	0.57%
55	0.69%
60	0.44%
65	0.00%

*Utilization of SSDIB related to temporary benefits is assumed to be 80%. Participants on SSDIB do not receive the temporary supplement, and disability commencements assumed to be utilizing SSDIB will not receive the temporary supplement.

Withdrawal rates

Representative termination rates not due to disability, retirement or mortality

Age	Percentage leaving during the year
25	1.0%
30	1.0%
35	1.0%
40	0.8%
45	0.5%
50	0.5%

Note that the above termination rate is applicable only where there is no voluntary early retirement rate.

Retirement rates

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age and by service are shown below.

Age	Percentage retiring during the year			
	Voluntary early 30-32 years	Voluntary early > 32 years	Voluntary early other	Consent early retirement
50	20.0%	0.0%	0.0%	N/A
52	20.0%	8.0%	0.0%	N/A
55	20.0%	11.0%	10.0%	0.0%
57	20.0%	11.0%	6.0%	0.0%
60	20.0%	13.0%	6.0%	0.0%
62	20.0%	20.0%	10.0%	0.0%
65	30.0%	24.0%	20.0%	0.0%
67	30.0%	24.0%	20.0%	0.0%
70	100.0%	100.0%	100.0%	0.0%

All participants on layoff from closed plants in remote locations who are retirement eligible were expected to retire under the applicable provision in the last quarter of 2018. Other participants who do not meet these criteria are expected to remain on layoff with no future pension accruals to the MSR eligibility date. Participants who cannot reach MSR eligibility are expected to terminate immediately.

Form of payment	<p>It is assumed that 65% of male employees and 30% of female employees retain the automatic survivor benefit election. All other participants are assumed to elect a SLA.</p> <p>The normal forms of payment of a temporary annuity is assumed to be elected for the Early Retirement Supplements, Temporary and Interim benefits.</p> <p>It is assumed 100% deferred vested participants elect to take deferred annuity form of payment.</p>
Assumptions Used with Respect to the Survivor Options	For purposes of valuing the pre-retirement surviving spouse's benefit, it is assumed that 65% of male employees and 30% of female employees would not reject the automatic survivor benefit election.
Marital Age difference	Male employees are assumed to have a female spouse two years younger. Female employees are assumed to have a male spouse two years older.
Average Benefit Unit	The average Part A basic benefit unit is assumed to be \$54.10 per month per year of service for UAW and IUE members and \$51.45 per month per year of service for all others.
Administrative expenses	The assumed plan-related expenses are \$174,890,000 for the current year and \$91,611,000 for the prior year.
At-risk assumptions	<p>For at-risk calculations, all participants eligible to elect benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year, except in accordance with the regular valuation assumptions. In addition, all participants (not just those eligible to begin benefits within the next 11 years) are assumed to elect the most valuable form of benefit under the plan.</p> <p>Note that the special at-risk assumptions for automakers are used to test the at-risk threshold.</p>
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month.
Saturn IRP Interest Credit and Annuity Conversion Rate	The former Saturn IRP offset calculation uses an annuity conversion rate of 3.01% equal to the 30-year Treasury rate for the month of July preceding the valuation date.

Methods

Valuation date	First day of plan year for the twelve-month period ends September 30, 2019.
Funding target	Present value of accrued benefits as required by regulations with IRC§430.
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year.
Actuarial value of assets	<p>Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22) . The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2017 plan year.)</p> <p>The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets if the actual expected return exceeds limits required under IRS Notice 2009-22.</p>
Benefits not valued	<p>All benefits described in the Plan Provisions section of this report were valued based on discussions with GM regarding the likelihood that these benefits will be paid.</p> <p>Note that the Mutually Satisfactory plant closing benefits for age 50 with 10 years of credited service are not assumed in future years and are not valued in this valuation.</p> <p>Willis Towers Watson has reviewed the plan provisions with GM and, based on that review, is not aware of any significant benefits required to be valued that were not.</p>

Assumption Rationale

Discount Rate The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.

Mortality Assumptions used for funding purposes are as prescribed by IRC§430(h).

All other assumptions are described in the January 23, 2019 GM assumptions memo.

Source of Prescribed Methods

The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are “prescribed methods set by law,” as defined in the Actuarial Standards of Practice (ASOPs). These methods are required by IRC§430, or were selected by the plan sponsor from a range of methods permitted by IRC§430.

Changes in assumptions and methods since prior valuation

The assumed plan related expenses added to the target normal cost were changed from \$91,611,000 for 2017 to \$174,890,000 for 2018.

The segment interest rates used to calculate the funding target and target normal cost were updated to the current valuation date, as required by IRC §430

There was a change in the interest crediting rate for certain former Saturn employees and this change was treated as an assumption change.

Part V – Summary of plan provisions

Plan Provisions

The plan was originally effective October 1, 1950 (as amended through October 1, 2015)

Plan Year	October 1, 2018 to September 30, 2019
Covered employees	Any full time hourly-rate employee with unbroken Seniority prior to September 30, 2007 or Tier I full time hourly-rate employees
Seniority	Seniority is the period following the most recent date of hire.

Definitions

Credited service	Credited Service is computed for each calendar year for each employee on total hours compensated. A full year of Credited Service is 1,700 or more compensated hours, a proportionate credit is given to the nearest 1/10 of a year.															
Vesting	5 years of elapsed time Service.															
Normal retirement date (NRD)	First of month coinciding with or next following the attainment of age 65.															
Eligibility Requirements	<p><i>Normal retirement: age 65.</i></p> <p><i>Voluntary Early Retirement: age 60 with 10 years of service, ages 55-59 and 85 points, or any age and 30 years of service.</i></p> <p><i>Consent Early Retirement: age 55 with 10 years of service and satisfies objective standards as set forth in the Plan.</i></p> <p><i>Total and Permanent Disability Retirement: 10 years of service and totally and permanently disabled prior to age 65.</i></p> <p><i>Vested Deferred Benefit: 5 years of elapsed time Credited Service.</i></p> <p><i>Pre-Retirement Survivor Benefit: 5 years of elapsed time Credited Service.</i></p>															
Monthly Retirement Benefits	<p><i>Basic Benefit payable for life; rate per year of credited service:</i></p> <table><tr><th>Benefit Class Code</th><th>Current Plan (UAW and IUE)</th><th>Current Plan (all others)</th></tr><tr><td>A</td><td>\$53.55</td><td>\$50.90</td></tr><tr><td>B</td><td>53.80</td><td>51.15</td></tr><tr><td>C</td><td>54.05</td><td>51.40</td></tr><tr><td>D</td><td>54.30</td><td>51.65</td></tr></table>	Benefit Class Code	Current Plan (UAW and IUE)	Current Plan (all others)	A	\$53.55	\$50.90	B	53.80	51.15	C	54.05	51.40	D	54.30	51.65
Benefit Class Code	Current Plan (UAW and IUE)	Current Plan (all others)														
A	\$53.55	\$50.90														
B	53.80	51.15														
C	54.05	51.40														
D	54.30	51.65														

Early Retirement Supplement payable to age 62 or, for certain employees, the age at which they are eligible for 80% of an unreduced Social Security benefit (the “80% date”), for employees retiring with 30 or more years of service is equal to \$3,170 (\$3,020) minus the Basic Benefit after reduction for early retirement but prior to any reduction for the survivor option and after reduction for any temporary benefit which might be payable for UAW members under the current plan (for non-UAW members under the current plan and for all under the prior plan).

Temporary Benefit payable to age 62 or the “80% date” for Consent Early Retirements and Total and Permanently Disability Retirements: rate per year of credited service is \$51.40 (49.80) up to a maximum benefit of \$1,542 (\$1,494) for UAW members under the current plan (for non-UAW members under the current plan and for all under the prior plan).

Interim Supplement payable to age 62 or the “80% date” with employees retiring voluntarily with less than 30 years of service is equal to the rate shown below per year of credited service:

Age at Retirement	Current Plan (UAW & IUE)	Current Plan (all others)
55	\$22.60	\$21.90
56	26.70	25.85
57	32.25	31.25
58	37.80	36.60
59	42.20	40.85
60	48.85	47.30
61	48.85	47.30

Special Survivor Benefit: \$14.10 for UAW and IEU, \$13.10 for all others per month per year of credited service for surviving spouses of retirees who retired prior to January 1, 1962 and elected the special survivor option first available in 1968 are entitled to a survivor benefit for life upon the death of the retiree.

Early retirement reduction factors

The sample early retirement reduction are shown below:

Percentage		
Age	Retirement Eligible	Vested Termination
42	21.0%	N/A
45	26.1%	N/A
50	38.3%	N/A
55	57.9%	42.8%
60	86.7%	64.0%
62	100.0%	78.4%
65	100.0%	100.0%

Eligibility and Benefits Paid Upon the Following Events

Normal retirement	Unreduced basic benefit.
Early retirement	<p>Ages 62-65: unreduced Basic Benefit.</p> <p>Ages 60-62 with less than 85 points: Basic Benefit reduced by table from age 62 plus Interim Supplement.</p> <p>Prior to age 62 with 30 years of service or age 55 and over with 85 points: Basic Benefit reduced by table plus Early Retirement or Interim Supplement. Basic Benefit unreduced for payments after 62.</p>
Consent Early Retirement	Unreduced Basic Benefit plus Temporary Benefit. May be eligible for Early Retirement Supplement.
Total and Permanent Disability	Unreduced Basic Benefit plus Temporary Benefit. May be eligible for Early Retirement Supplement.
Vested Deferred Benefits	Basic Benefit payable at age 65 (employee may elect a reduced pension starting as early as age 55).
Pre-Retirement Survivor Benefit	Basic Benefit determined as if the employee had retired voluntarily on the date of death without rejection of the surviving spouse option. If the employee is not eligible to retire, 50% of the accrued benefit as of the date of death is paid to the surviving spouse. The surviving spouse may elect to begin receiving this benefit following the employee's 65th birthday or to begin receiving a reduced benefit as early as the employee's 55th birthday.
Surviving Spouse Coverage	<p>(a) Applies to Basic Benefit.</p> <p>(b) Generally effective at retirement, except deferred to age 55 for disability retirements with less than 30 years of service.</p> <p>(c) Adjustment factor is 95% plus (minus) ½% for each year in excess of 5 that the spouse's age exceeds (is less than) the employee's age. Maximum 100%.</p> <p>(d) Surviving spouse receives 65% of 95% (adjusted for age) of the employee's benefit.</p> <p>(e) For voluntary early retirements eligible for a re-determined benefit at age 62, the amount of benefit for the surviving spouse is based on the re-determined amount payable after 62.</p> <p>(f) Restoration of full basic benefit at the spouse's death by application of the employee. Upon remarriage the employee may re-elect the option.</p>

Other Plan Provisions

Special Provisions for Foundry and Asbestos Service

Employees who retire with years of service accrued on certain foundry and asbestos jobs receive additional credited service related thereto. Total credited service for any such employee is

(i) Service otherwise credited plus

(ii) Years of Foundry or Asbestos Service	Additional credited service
0 - 10.0	0%
10.1 – 25.0	33 1/3% of all service in excess of 10.0 years.
25.1 and over	20% of all such service.

Divestiture

Certain former employees continue to accrue service while employed at a divested unit for purposes of satisfying eligibility conditions for GM retirement benefits. Also, for certain former employees, the GM benefit is based on the benefit unit in effect at the date of separation from the divested unit. There are also certain former employees who continue to accrue full GM benefits for service with a divested unit through the particular date set in the respective sales agreements.

GM Delphi Benefit Guarantee Uplift

Active and retired UAW and IUE Benefit Guarantee Covered participants in the Delphi Hourly-Rate Employees Pension Plan are provided the difference in benefits resulting from the changes in benefit units at 10/1/2007 from the GM plan.

GM Delphi Benefit Guarantee 7 Years of Service Benefit Guarantee

Active UAW, IUE, and USW Benefit Guarantee Covered participants in the Delphi Hourly-Rate Employees Pension Plan will receive a maximum seven years of benefit guarantee service accruals in the General Motors hourly plan beginning December 1, 2008 through November 30, 2015.

GM Delphi Benefit Guarantee Top-Up

Eligibility Conditions: UAW, IUE and USW union members hired prior to February 28, 1999 (Seniority before May 28, 1999).

Covered Benefits: Delphi Hourly Plan Benefits based on plan provisions in effect prior to the plan termination that are not paid by the PBGC.

Pension Increases

This report reflects the 2007 UAW contract adopted in 2007 and the special termination benefit for Moraine.

Nexteer DBG participants who were affected by the sale of GM Global Steering Solutions, LLC in December 2010 will continue to accrue under the 7-year service benefit while they remain active at the divested unit.

Future Plan Changes

No future plan changes were recognized in determining pension cost or in determining minimum and maximum contributions.

Changes in Benefits Valued Since Prior Year

There has been no change in benefits valued since the prior valuation.

Schedule SB, Line 26
Schedule of Active Participant Data as of October 1, 2018
General Motors Hourly-Rate Employees Pension Plan
EIN/PIN 27-0383222/003

Attained	Completed Years of Credited Service																						
	Age	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over		Total	
	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	No.	Avg.	
		Comp.		Comp.		Comp.		Comp.		Comp.		Comp.		Comp.		Comp.		Comp.		Comp.		Comp.	Comp.
Under 25	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
25 to 29	-	-	-	-	-	-	7	-	-	-	-	-	-	-	-	-	-	-	-	-	7	\$ -	
30 to 34	-	-	1	-	15	-	424	64,048.43	16	-	-	-	-	-	-	-	-	-	-	-	456	\$ 64,661	
35 to 39	2	-	2	-	53	66,794.77	560	64,139.62	429	64,492.12	11	-	-	-	-	-	-	-	-	-	1,057	\$ 64,471	
40 to 44	7	-	21	57,499.19	127	63,791.16	735	63,675.32	954	64,450.61	903	65,079.02	62	65,361.69	1	-	-	-	-	-	2,810	\$ 64,342	
45 to 49	13	-	38	58,700.39	239	60,647.09	775	63,735.73	1,173	64,356.77	1,840	65,313.11	241	68,116.33	7	-	-	-	-	-	4,326	\$ 64,560	
50 to 54	16	-	31	50,334.74	225	57,340.45	571	63,757.77	827	64,910.90	1,395	65,453.93	401	68,517.55	751	65,405.22	21	66,763.19	-	-	4,238	\$ 64,813	
55 to 59	13	-	43	52,340.63	245	56,406.32	461	63,913.29	525	64,444.32	947	65,506.22	494	68,191.43	1,535	66,221.41	853	66,509.68	639	66,300.48	5,755	\$ 65,419	
60 to 64	19	-	33	55,500.70	188	56,374.30	234	61,489.93	311	55,377.08	434	65,518.68	315	67,737.57	1,159	67,836.16	907	66,429.81	2,594	66,298.74	6,194	\$ 65,455	
65 & Over	12	-	11	-	102	55,341.18	58	57,153.21	86	37,882.37	130	50,458.01	117	60,964.78	457	66,986.25	324	68,373.72	1,226	66,742.01	2,523	\$ 63,940	
Total	82	\$ 42,637	180	\$ 55,169	1,194	\$ 58,866	3,825	\$ 63,605	4,321	\$ 63,341	5,660	\$ 65,020	1,630	\$ 67,546	3,910	\$ 66,639	2,105	\$ 66,765	4,459	\$ 66,421	27,366	\$ 64,901	

General Motors Hourly-Rate Employees Pension Plan
Form 5500
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Schedule of Active Participant Data

The Schedule of Active Participant Data is included with the attached Signed Schedule SB.

General Motors Hourly-Rate Employees Pension Plan
Form 5500
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Summary of Actuarial Methods and Assumptions

Summary of Actuarial Methods and Assumptions is included with the attached Signed
Schedule SB.

General Motors Hourly-Rate Employees Pension Plan
Form 5500
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Change in Non-Prescribed Actuarial Assumptions

Change in Non-Prescribed Actuarial Assumptions is included with the attached Signed
Schedule SB.

General Motors Hourly-Rate Employees Pension Plan
Form 5500
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Information on Use of Substitute Mortality Tables

Information on Use of Substitute Mortality Tables is included with the attached Signed
Schedule SB.

General Motors Hourly-Rate Employees Pension Plan
Form 5500
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Statement by Enrolled Actuary

Statement by Enrolled Actuary is included with the attached Signed Schedule SB.

General Motors Hourly-Rate Employees Pension Plan
Form 5500
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Summary of Plan Provisions

The Summary of Plan Provisions is included with the attached Signed Schedule SB.

General Motors Hourly-Rate Employees Pension Plan
Form 5500 – Sch. H, Part IV, Line 4i—Schedule of Assets (Held at End of Year)
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Schedule of Assets (Held at End of Year)

The Schedule of Assets (Held at End of Year) is included with the attached Financial Statements.

General Motors Hourly-Rate Employees Pension Plan
Form 5500 – Sch. H, Part IV, Line 4j—Schedule of Reportable Transactions
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Schedule of Reportable Transactions

The Schedule of Reportable Transactions is included with the attached Financial Statements.

General Motors Hourly-Rate Employees Pension Plan
Form 5500
Plan No. – 003
Plan Year: 10/01/2018 – 09/30/2019

Schedule C – Part I, Line 1; Part I, Line 2;
Part I, Line 3 & Part II, Line 4 Responses

Form 5500 - Sch. C - Service Provider Information

For fiscal year beginning October 1, 2018 and ending September 30, 2019

A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan

B. Plan Number -- 003

C. Plan Sponsor -- General Motors LLC

D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION

1 Information on Persons Receiving Only Eligible Indirect Compensation

(a) Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures. [X] Yes [] No

1(b)

Persons Who Provided Disclosures on Eligible Indirect Compensation

Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
Advent International Corporation		Prudential Tower, 800 Boylston St, Boston, MA 02199
Aleutian Fund 2	98-1149992	
Apollo Advisors IX, L.P.	35-2582225	
Apollo Advisors VII, L.P.	26-0673253	
Apollo Advisors VIII, LP	80-0877161	
Aristeia Capital, L.L.C.	13-3953 132	
Atlas Venture Advisors, Inc.		C/O Accomplice, 86 Wareham Street, Floor 3, Boston, MA 02118
Axon Capital, LP	26-3295563	
Bayview Asset Management, LLC		4425 Ponce de Leon Blvd, 5th Floor, Coral Gables, FL 33146
Bayview Capital GP IIa LLC		4425 Ponce de Leon Blvd, 5th Floor, Coral Gables, FL 33146
Bayview Capital GP IVa, Ltd.		4425 Ponce de Leon Blvd, 5th Floor, Coral Gables, FL 33146
Bayview Capital GP V, LLC		4425 Ponce de Leon Blvd, 5th Floor, Coral Gables, FL 33146
Bayview Fund Management, LLC		4425 Ponce de Leon Blvd, 5th Floor, Coral Gables, FL 33146
Bayview Loan Servicing, LLC		4425 Ponce de Leon Blvd, 5th Floor, Coral Gables, FL 33146
BDCM Opportunity Fund II Adviser, LLC	42-1713257	
BDCM Opportunity Fund III Adviser, LLC	42-1713257	
Blackstone Management Associates IV L.L.C.	13-4186516	
Blackstone Management Associates V L.L.C.	20-3176986	
Blackstone Management Associates VI L.L.C.	26-1971725	
Blackstone Management Associates VII L.L.C.	35-2521729	
Blackstone Strategic Alliance Advisors L.L.C.	20-8087954	
Boyu Capital Management Ltd		PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
BRG Fund Management Services LLC		810 7th Avenue Suite 4100 New York, NY 10019
CapeView Capital LLP		Level 5 Two, London Bridge, London SE1 9RA, United Kingdom
Capital Home Loans Limited		Admiral House, Harlington Way, Fleet Hampshire GU51 4YA, United Kingdom
Capstone Fund Services, LLC	20-8601203	
Capstone Investment Advisors, LLC	20-8601093	
Centerbridge Advisors II, LLC	27-3060659	
Centerbridge Advisors, LLC	20-4174365	
Centerbridge Associates, L.P.	03-0587673	
Centerbridge Capital Partners II, L.P.	27-3060225	
Centerbridge Capital Partners, L.P.	03-0587680	
Centerbridge Partners DCE II, L.P.	37-1662971	

Form 5500 - Sch. C - Service Provider Information

For fiscal year beginning October 1, 2018 and ending September 30, 2019

A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan

B. Plan Number -- 003

C. Plan Sponsor -- General Motors LLC

D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION

1 Information on Persons Receiving Only Eligible Indirect Compensation

(a) Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures. [X] Yes [] No

1(b)

Persons Who Provided Disclosures on Eligible Indirect Compensation

Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
Centerbridge Partners DCE, L.P.	20-4714819	
Cerberus European Investments, LLC	20-0831785	
Cerberus Global Investment Advisors, LLC	86-1057076	
Cerberus Global Investments B.V.		Oude Utrechtseweg 32, Baarn, 3743 KN, Netherlands
Cerberus Operations and Advisory Company, LLC	20-5804477	
Charterhouse General Partners (IX) Limited		Warwick Court, Paternoster Square, London EC4M 7DX, United Kingdom
CID Venture Capital Management II Limited		25th Fl., 97 Tun Hwa S. Road Sec 2, Taipei 106, Taiwan
CID Venture Capital Management III Limited		25th Fl., 97 Tun Hwa S. Road Sec 2, Taipei 106, Taiwan
CJP II General Partner, L.P.	98-0504194	
Coller International General Partner V, L.P.	98-0500340	
Crescent Mezzanine Partners VB, L.P.	26-1326951	
CZ Capital Services (Cayman) Limited		PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
Drawbridge Long Dated Value Advisors LLC		1345 Avenue of the Americas, NY, NY 10105
Edgestream GP, L.P.		902 Carnegie Center, Suite 200 Princeton, NJ 08540
Edgestream Partners, L.P.		902 Carnegie Center, Suite 200 Princeton, NJ 08540
Empyrean Capital Partners, LP	52-2403815	
EQT IV (No. 1) Limited Partnership	98-0432688	
EQT V (No. 1) Limited Partnership	98-0506794	
EQT VI (No. 1) Limited Partnership	98-0701461	
FFL Partners, LLC		1 Maritime Plaza, Suite 2200, San Francisco CA 94111
FIG LLC	13-3989886	
First Reserve GP XI, L.P.	20-5069764	
First Reserve GP XII, L.P.	98-0579152	
FirstKey Holdings, LLC	90-0943264	
Fortress Credit Opportunities Advisors LLC		1345 Avenue of the Americas, NY, NY 10105
Fortress Credit Opportunities III Advisors LLC		1345 Avenue of the Americas, NY, NY 10105
Fortress MK Advisors LLC		1345 Avenue of the Americas, NY, NY 10105
Frazier Management, LLC	91-1678546	
Fund Wind Down Services Limited		P.O. Box 4654, Level 3, Geneva Place, Road Town, Tortola, British Virgin Islands
Gescobro Collection Services, S.L.U.		C/ Llull 95, Planta 4a, 08005 Barcelona, Spain
Goldman, Sachs & Co.	13-3501777	
H/2 SO Manager II LP		680 Washington Blvd., 7th FL, Stamford CT 06901

Form 5500 - Sch. C - Service Provider Information

For fiscal year beginning October 1, 2018 and ending September 30, 2019

A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan

B. Plan Number -- 003

C. Plan Sponsor -- General Motors LLC

D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION

1 Information on Persons Receiving Only Eligible Indirect Compensation

(a) Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures. [X] Yes [] No

1(b)

Persons Who Provided Disclosures on Eligible Indirect Compensation

Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
H/2 SO Manager III LP		680 Washington Blvd., 7th FL, Stamford CT 06901
H/2 SO Manager IV LP		680 Washington Blvd., 7th FL, Stamford CT 06901
Haya Real Estate, S.L.U.		Vía de los Poblados 3, Parque Empresarial, Cristalia, Edificio 9, 28033 Madrid,
Hellman & Friedman LLC	38-3708132	
HGGC, LLC		1950 University Avenue, Suite 350, Palo Alto, CA 94303
Highstar Capital Fund III, L.P.	20-5960829	
Housatonic Partners Management Company, Inc.		One Post Street, Suite 2600, San Francisco, CA 94104
Hudson Bay Capital Management	37-1511773	
Hudson Bay International Associates	46-4249963	
Ignition GP III, LLC	20-1482899	
Ignition GP IV, LLC	20-0880534	
Ignition Growth GP, LLC	26-0880560	
InterWest Venture Management Company	94-2646039	
JPMorgan Hedge Fund Services, A division of JPMorgan Chase Bank,		1 Beacon Street, 20th Floor, Boston, MA 02108
King Street Advisors, L.L.C.	13-3812173	
King Street Capital Management, L.P.	13-3978904	
Lansdowne Partners (UK) LLP		15 Davies Street, London, W1K 3AG, United Kingdom
Lansdowne Partners International Limited	98-0459474	
Lexington Advisors Inc.	34-2047997	
Lightyear Fund III GP, L.P.	90-0652041	
LLR Management LP		2929 Walnut Street, Suite 1530, Philadelphia, PA 19104
MatlinPatterson Global Advisers LLC	13-4202931	
Melqart Asset Management (UK) Ltd		5 St James's Square, London SW1Y 4JU, United Kingdom
Meritech Capital Associates IV L.L.C.		245 Lytton Avenue, Suite 125, Palo Alto, CA 94301
Meritech Capital Associates V L.L.C.		245 Lytton Avenue, Suite 125, Palo Alto, CA 94301
Meritech Capital Associates VI L.L.C.		245 Lytton Avenue, Suite 125, Palo Alto, CA 94301
MHR Fund Management LLC	13-3902251	
Mount Kellett Capital Management LP		1345 Avenue of the Americas, NY, NY 10105
MP (Thrift) Global Advisers III LLC	26-3957925	
MSREI IX Global-GP, L.P.	98-1323341	
Neuberger Berman Investment Advisers LLC	02-0654486	
Oak Hill Advisors, L.P.	13-4077194	
PanAgora Asset Management, Inc	04-3063840	
Pangea Two Management, LP	27-2707100	

Form 5500 - Sch. C - Service Provider Information

For fiscal year beginning October 1, 2018 and ending September 30, 2019

A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan

B. Plan Number -- 003

C. Plan Sponsor -- General Motors LLC

D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION

1 Information on Persons Receiving Only Eligible Indirect Compensation

(a) Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures. [**X**] Yes [] No

1(b)

Persons Who Provided Disclosures on Eligible Indirect Compensation

Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
Park Hill Group, LLC	20-2725596	
Partridge Hill Overseas Management, LLC	13-3968110	
PDT Partners, LLC		1745 Broadway, 25th Floor, New York, NY 10019
Pennant Capital Management, LLC	22-3811926	
Pleiad Asia Master Fund	98-1189787	
Prospect Hill Growth Partners	46-5290249	
Prospect Partners Management Group II, LP		200 W Madison Street, Suite 2710, Chicago, IL 60606
Prospect Partners Management Group III, LP		200 W Madison Street, Suite 2710, Chicago, IL 60606
Providence Equity Partners L.L.C.		50 Kennedy Plaza, 18th Floor, Providence, RI 02903
Renaissance Technologies LLC	26-0385758	
Renovalia Energy Group, S.L.		Calle de Maria de Molina, 54, 28006 Madrid, Spain
Rokos Capital Management LLP		23 Savile Row, London W1S 2ET, United Kingdom
SAIF Partners India IV Limited		IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Republic of Mauritius
SAIF Partners India V Limited		IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Republic of Mauritius
Samlyn Capital, LLC	20-5854094	
Senator Investment Group LP	26-2124641	
Senrigan Capital Management Limited		11/F, LHT Tower, 31 Queen's Road Central, Hong Kong
Silver Lake Technology Associates III, L.P.	20-5884966	
Silver Lake Technology Associates IV, L.P.	30-0733533	
Silver Lake Technology Associates V, L.P.	32-0516907	
Silver Point Capital Offshore General Partner, LLC	26-3335901	
Silver Point Capital, L.P.	22-3849636	
Suvretta Capital Management, LLC		540 Madison Avenue, 7th Floor, New York, NY 10022
Suvretta GP, LLC		540 Madison Avenue, 7th Floor, New York, NY 10022
TA Associates SDF II, L.P.	20-4529994	
TA Associates XI GP, L.P.	26-4726952	
TC Group IV, L.P.	41-2160799	
TC Group V, L.P.	26-0204255	
Tennenbaum Capital Partners, LLC		2951 28th street Suite 1000 Santa Monica, CA 9040
The Värde Fund X (GP), L.P.	27-1014484	
THL Managers VI, LLC	20-4636435	
TPG Biotechnology Partners IV, LP	45-5555599	

Form 5500 - Sch. C - Service Provider Information

For fiscal year beginning October 1, 2018 and ending September 30, 2019

A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan

B. Plan Number -- 003

C. Plan Sponsor -- General Motors LLC

D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION		
1 Information on Persons Receiving Only Eligible Indirect Compensation		
(a) Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures. [X] Yes [] No		
1(b)		
Persons Who Provided Disclosures on Eligible Indirect Compensation		
Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
TPG Partners IV, L.P.	20-0347894	
TPG Partners VI, L.P.	26-1684644	
Two Sigma Investments, LP	13-4181471	
UBS O'Connor LLC	98-0186363	
Värde Management, L.P.	20-8368769	
Vector Capital Partners IV, LP	26-0252906	
Vector Capital Partners V, LP	98-1254597	
Vestar Capital Partners	13-3715250	
Viking Global Investors LP	13-4055118	
Viking Global Performance LLC	13-4055115	
Viking Long Fund GP LLC	80-0298130	
Waterland Private Equity Investments		Brediusweg 31, 1401 AB Bussum, The Netherlands

Form 5500 - Sch. C - Service Provider Information

For fiscal year beginning October 1, 2018 and ending September 30, 2019

A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan

C. Plan Sponsor -- General Motors LLC

B. Plan Number -- 003

D. EIN -- 27-0383222

PART I. 2 INFORMATION ON OTHER SERVICE PROVIDERS RECEIVING DIRECT OR INDIRECT COMPENSATION

2(a)			2(b)	2(c)	2(d)	2(e)		2(f)		2(g)	2(h)	
Service Providers Receiving Direct or Indirect Compensation				Relationship to employer, employee organization, or person known to be a party-in-interest	Enter direct compensation paid	Did service provider receive indirect compensation? (sources other than plan or plan sponsor)		Did indirect compensation include eligible indirect compensation, for which the plan received the required		Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f).	Did the service provider give you a formula instead of an amount or estimated amount?	
Name	EIN	Address (Report if EIN Unknown or for self-employed persons)	Service Code			(Yes)	(No)	(Yes)	(No)		(Yes)	(No)
Fidelity Institutional Operations Company, Inc		P.O. Box 73307, Chicago, IL 60673-7307	15, 64	Recordkeeper	13,650,651	x		x				
AEW Capital Management L.P.	04-3329433		28		7,468,675		x					
Pacific Investment Management Company, LLC	33-0629048		28		6,964,780		x					
NISA Investment Advisors	48-1140940		28		5,629,813		x					
State Street Bank and Trust Company	04-1867445		19, 21	Trustee	4,952,046	x		x				
Prudential Fixed Income	22-2540245		28		4,116,394		x					
Performance Equity Management LLC	13-4162590		28		3,539,421		x					
Fidelity Institutional Asset Management Trust Company and Arrowstreet Capital LP	04-3532603		28	Affiliate of recordkeeper	3,322,184	x		x				
Capital Guardian Trust Company	04-3472863		28		3,135,588		x					
Bridgewater Associates, LP	95-4154361		28		3,115,248		x					
Wellington Management Company	27-1437501		28		2,957,232	x		x				
BlackRock Financial Management, Inc.	04-2683227		28		2,869,536		x					
Legal & General Investment	13-3806691		28		2,542,672		x					
Primecap	20-8058531		28		2,085,453		x					
SS&C Private Equity Services	95-3868081		28		1,989,331		x					
Marathon Asset Management LLP		80 Lamberton Road Windsor, CT 06095	15		1,881,230		x					
J.P. Morgan Investment Management, Inc.	95-4328983		28		1,533,967	x		x				
TGM Associates L.P.	13-3200244		27, 28		1,448,729		x					
Morgan Stanley Investment Management Limited	27-3894776		28		1,320,734		x					
MetLife Investment Management, LLC	31-73044510		28		1,126,679	x		x				
LSV Asset Management	82-2405817		28		1,101,701		x					
Towers Watson Delaware Inc.	232-772200		28		1,091,040		x					
Insight North America LLC	23-1159360		11	Actuary	992,737		x					
Deloitte Tax LLP	82-0983489		28		876,721		x					
O'Melveny & Myers LLP	51-0033500		49		869,374		x					
Principal Global Investors, LLC	95-1066597		29		849,216		x					
Kirkland & Ellis	42-1479618		28		786,425	x		x				
Dodge & Cox	36-1326630		29		768,350		x					
Quantitative Management Associates	94-1441976		28		686,543	x		x				
Baillie Gifford Overseas Limited	22-2540245		28		576,013		x					
Grantham, Mayo, Van Otterloo & Co. LLC	22-3438530		28		557,233	x		x				
BlackRock Institutional Trust Company, N.A.	04-2691242		28		490,030		x					
Institutional Protection Services	94-3112180		28		442,127	x		x				
DS Co-Investor, LLC		1-3 Staple Inn, London WC1V 7QH	12		434,900		x					
Ernst & Young	55-0911808		28		397,719		x					
Sarofim Realty Advisors		Bank of America, P.O. Box 848111, Dallas, TX 7528	10	External auditor	335,000		x					
BlackRock Capital Management	76-0029911		28		303,488		x					
MJR Realty Advisors, LLC	51-0395386		28		285,867		x					
Westbrook Realty Management VII, L.L.C.	75-2834230		28		162,945		x					
Kirkpatrick & Lockhart Preston Gate	20-5372871		28		102,297		x					
Novus Partners, Inc.	25-0921018		29		102,115		x					
VII 444 Madison Co-Investor, LLC	30-0522607		49		95,840		x					
SS&C Technologies, Inc.	61-828197		28		85,813		x					
Westbrook Realty Management, L.L.C. ("Fund V")	06-1169696		15		76,957		x					
Jenner & Block LLP	86-1089104		28		75,526		x					
King & Spalding LLP	36-2192554		29		(74,191)		x					
Westbrook Realty Management VIII, L.P.	26-1163899		28		66,541		x					

Form 5500 - Sch. C - Service Provider Information

For fiscal year beginning October 1, 2018 and ending September 30, 2019

A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan

B. Plan Number -- 003

C. Plan Sponsor -- General Motors LLC

D. EIN -- 27-0383222

PART I. 2 INFORMATION ON OTHER SERVICE PROVIDERS RECEIVING DIRECT OR INDIRECT COMPENSATION												
2(a)			2(b)	2(c)	2(d)	2(e)		2(f)		2(g)	2(h)	
Service Providers Receiving Direct or Indirect Compensation				Relationship to employer, employee organization, or person known to be a party-in-interest	Enter direct compensation paid	Did service provider receive indirect compensation? (sources other than plan or plan sponsor)		Did indirect compensation include eligible indirect compensation, for which the plan received the required		Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f).	Did the service provider give you a formula instead of an amount or estimated amount?	
Name	EIN	Address (Report if EIN Unknown or for self-employed persons)	Service Code			(Yes)	(No)	(Yes)	(No)		(Yes)	(No)
Deloitte, Haskins & Sells	86-1065772		49		58,342		x					
Weil, Gotshal & Manges LLP		767 Fifth Avenue, NY, NY 10105-0119	29		57,479		x					
Standard & Poor's	13-4155501		49		48,568		x					
Skadden, Arps, Slate, Meagher & Flom LLP	13-1777230		29		40,971		x					
Markit Valuation Limited	25-50001929		49		48,178		x					
CB Richard Ellis	95-2743174		28		38,500		x					
CIBC Bank USA	36-3722148		27, 34		32,847		x					
Morgan Stanley Real Estate Fund V		3424 Peachtree Road, N.E., Suite 900, Atlanta, GA	28		27,382		x					
KPMG Limited		Taipei 101 Tower, 68F, No.7, Sec. 5, Xinyi Road, Ta	49		26,745		x					
Deloitte & Touche GmbH	DE813671378		49		26,716		x					
Westbrook Realty Management VI, L.P.	71-0987207		28		23,021		x					
Davis & Harman LLP	52-1378164		29		19,283		x					
Energy Trust LLC (UBS)	13-4145449		28		16,613		x					
Strategic Economic Decisions, Inc.	74-2139464		49		11,170		x					
DDJ Capital Management, LLC	04-3300754		28		6,291		x					
Ceyuan Ventures Management III, LLC		c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands	52, 72			x			x		x	
Falcon Strategic Partners III, L.P.	22-3734765		51			x			x	92,483		x

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2018 and ending September 30, 2019
A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan
C. Plan Sponsor -- General Motors LLC

B. Plan Number -- 003
D. EIN -- 27-0383222

PART I, 3 OTHER INDIRECT COMPENSATION INFORMATION						
3(a)	3(b)	3(c)	3(d)		3(e)	
Service Provider Name (As reported on 2(a))	Service Codes	Enter amount of indirect compensation	Enter name and EIN (address) of source of indirect compensation	EIN (No Soc Sec #)	Address (Report if EIN Unknown or for self-employed persons)	Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
Ceyuan Ventures Management III, LLC	52,72		c/o Maples Corporate Services Limited		P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands	1.6114% portion of compensation was determined by allocating total compensation pro rata among of limited partners of Ceyuan Ventures III, LP in according with partnership agreement.

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2018 and ending September 30, 2019
A. Name of Plan -- General Motors Hourly-Rate Employees Pension Plan
C. Plan Sponsor -- General Motors LLC

B. Plan Number -- 003
D. EIN -- 27-0383222

PART II. 4 SERVICE PROVIDERS WHO FAIL OR REFUSE TO PROVIDE INFORMATION				
4(a)			4(b)	4(c)
Name	EIN (No Soc Sec)	Address (Report if EIN Unknown or for self-employed persons)	Nature of Service	Describe the information that the service provider failed or refused to provide
Pinnacle Ventures, L.L.C.		480 S. California Avenue, Suite 104, Palo Alto, CA 94306	28	Did not provide responses for indirect compensation.
Truvvo Partners LLC		1407 Broadway Suite 448, New York, NY 10018	28	Did not provide responses for indirect compensation.