

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2021 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2021 or fiscal plan year beginning <u>01/01/2021</u> and ending <u>06/01/2021</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) _____
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan <u>DRINKER BIDDLE & REATH LLP RETIREMENT SAVINGS PLAN II</u>
1b	Three-digit plan number (PN) ▶ <u>030</u>
1c	Effective date of plan <u>10/31/1969</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>FAEGRE DRINKER BIDDLE & REATH LLP</u> <u>ONE LOGAN SQUARE, SUITE 2000</u> <u>PHILADELPHIA, PA 19103</u>
2b	Employer Identification Number (EIN) <u>41-0244008</u>
2c	Plan Sponsor's telephone number <u>215-988-1174</u>
2d	Business code (see instructions) <u>541110</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.	05/02/2022	SHEILA MINNIX
	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 (2021)
v. 210624

3a Plan administrator's name and address ☐ Same as Plan Sponsor ADMINISTRATIVE COMMITTEE FAEGRE DRINKER BIDDLE & REATH LLP ONE LOGAN SQUARE, SUITE 2000 PHILADELPHIA, PA 19103		3b Administrator's EIN 41-0244008
		3c Administrator's telephone number 215-988-2700
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 1046
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).		
a(1) Total number of active participants at the beginning of the plan year.....		6a(1) 668
a(2) Total number of active participants at the end of the plan year		6a(2) 0
b Retired or separated participants receiving benefits.....		6b 0
c Other retired or separated participants entitled to future benefits		6c 0
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 0
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 0
f Total. Add lines 6d and 6e		6f 0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g 0
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 7
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: 2E 2F 2G 2J 2K 2R 3B 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
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) ☐ <u>0</u> 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 2021 Form M-1 annual report. If the plan was not required to file the 2021 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) 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
		2021
		This Form is Open to Public Inspection.
For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 06/01/2021		
A Name of plan DRINKER BIDDLE & REATH LLP RETIREMENT SAVINGS PLAN II	B Three-digit plan number (PN) ▶	030
C Plan sponsor's name as shown on line 2a of Form 5500 FAEGRE DRINKER BIDDLE & REATH LLP	D Employer Identification Number (EIN) 41-0244008	

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 FIDELITY INVESTMENTS INSTITUTIONAL 04-2647786
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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)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65 71	RECORDKEEPER	39800	Yes ☒ No ☐	Yes ☒ No ☐	0	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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BLKRK MIDCAP GRTH IS - BNY MELLON 301 BELLEVUE PARKWAY WILMINGTON, DE 19809	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
C&S GLB REALTY I - DST ASSET MANAG 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GS SM CAP VALUE INST - GOLDMAN SAC	0.12%	
13-5108880		

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JPM MIDCAP VALUE L - DST ASSET MAN 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
NUVEEN STRAT INC I - DST ASSET MAN 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BNY MELLON BOND MARKET INDEX I 144 GLENN CURTISS BLVD 8TH FLOOR UNIONDALE, NY 11556	0.09%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BLACKROCK STRATEGIC INCOME OPPRTSI 40 EAST 52ND STREET NEW YORK, NY 10022	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA INTERNATIONAL SMALL COMPANY 6300 BEE CAVES ROAD, BUILDING ONE AUSTIN, TX 78746	0.02%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DFA US SMALL CAP VALUE PRTEF 6300 BEE CAVES ROAD, BUILDING ONE AUSTIN, TX 78746	0.02%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
FEDERATED HERMES KAUFMANN SM CAP IS 4000 ERICSSON DRIVE WARRENDALE, PA 15086-7515	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ACUITAS US MICROCAP INSTITUTIONAL THREE CANAL PLAZA PORTLAND, ME 04101	0.12%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GUGGENHEIM TOTAL RETURN BOND 9601 BLACKWELL RD., STE. 500 ROCKVILLE, MD 20850	0.15%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
HOTCHKIS AND WILEY HIGH YIELD FUND 725 SOUTH FIGUEROA 39TH FLOOR LOS ANGELES, CA 90017	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
BRANDYWINEGLOBAL INTL OPPOR BD CL I 620 8TH AVENUE, 49TH FL. NEW YORK, NY 10018	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PARNASSUS MID CAP ONE MARKET STREET-STEUART TOWER SUI SAN FRANCISCO, CA 94105	0.40%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PREDEX FUND 222 N PACIFIC COAST HWY, SUITE 2000 EL SEGUNDO, CA 90245	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GLOBAL REAL ESTATE SECURITIES S 1301 SECOND AVENUE 16TH FLOOR SEATTLE, WA 98101	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
STONE RIDGE HIGH YLD REINSRNC 510 MADISON AVENUE NEW YORK, NY 10022	0.10%	

Part I Service Provider Information (continued)

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

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

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
STONERIDGE REINSURAC RISK PREM 510 MADISON AVENUE NEW YORK, NY 10022	0.15%

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

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
STONERIDGE ALTERNTV LENDING RISK 510 MADISON AVENUE NEW YORK, NY 10022	0.15%

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Part II Information on Participating Plans (to be completed by DFEs)

(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

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 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 06/01/2021		
A Name of plan DRINKER BIDDLE & REATH LLP RETIREMENT SAVINGS PLAN II	B Three-digit plan number (PN) ►	030
C Plan sponsor's name as shown on line 2a of Form 5500 FAEGRE DRINKER BIDDLE & REATH LLP	D Employer Identification Number (EIN) 41-0244008	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash.....	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	145652	0
(2) Participant contributions.....	1b(2)	201022	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	6571477	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	4205765	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	1604339	0
(9) Value of interest in common/collective trusts	1c(9)	7263005	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	276781356	0
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	0	0
(15) Other.....	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)	0	0
(2) Employer real property.....	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	296772616	0

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness.....	1i	0	0
j Other liabilities.....	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	296772616	0
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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)	14513	
(B) Participants	2a(1)(B)	2802350	
(C) Others (including rollovers).....	2a(1)(C)	6397193	
(2) Noncash contributions.....	2a(2)	0	9214056
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)	2862	
(B) U.S. Government securities.....	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans.....	2b(1)(E)	38639	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		41501
(2) Dividends: (A) Preferred stock.....	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	31033	
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	5506453	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		5537486
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	2265127	
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)	2016218	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	414374	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		28567
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		19735452
c Other income.....	2c		216609
d Total income. Add all income amounts in column (b) and enter total.....	2d		35436954
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	38595783	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		38595783
f Corrective distributions (see instructions).....	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		5348
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	0	
(4) Other.....	2i(4)	39800	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		39800
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		38640931
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d.....	2k		-3203977
l Transfers of assets:			
(1) To this plan.....	2l(1)		2455454
(2) From this plan.....	2l(2)		296024093

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) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

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

(1) ☒ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☐ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

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

(1) Name: **TORRILLO & ASSOCIATES, LLC**

(2) EIN: **83-0414789**

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.).....

	Yes	No	Amount
4a	X		1121

	Yes	No	Amount
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)			
4b		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)			
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)			
4d		X	
e Was this plan covered by a fidelity bond?	X		7500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)			
4i		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)			
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ 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)
FAEGRE DRINKER RETIREMENT SAVINGS PLAN 1	41-0244008	002
FAEGRE DRINKER RETIREMENT SAVINGS PLAN 2	41-0244008	033

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

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2021 This Form is Open to Public Inspection.
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 06/01/2021

A Name of plan DRINKER BIDDLE & REATH LLP RETIREMENT SAVINGS PLAN II	B Three-digit plan number (PN) ► 030
C Plan sponsor's name as shown on line 2a of Form 5500 FAEGRE DRINKER BIDDLE & REATH LLP	D Employer Identification Number (EIN) 41-0244008

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-6568107 Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? If the plan is a defined benefit plan, go to line 8.	☐ Yes ☐ No ☐ N/A
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) 2021
v. 201209

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

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....

14a

b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14b

c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14c

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

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

15a

b The corresponding number for the second preceding plan year

15b

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

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

16a

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

16b

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

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

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

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

a Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

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): _____

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

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

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

☐ Yes.

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

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

☐ No. Other. Provide explanation _____

**DRINKER BIDDLE & REATH LLP
RETIREMENT SAVINGS PLAN II**

**Financial Statements
As of
June 1, 2021 and December 31, 2020
And
For the Period From
January 1, 2021 to June 1, 2021
And
Supplemental Schedule
For the Period From
January 1, 2021 to June 1, 2021**

DRINKER BIDDLE & REATH LLP
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Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions

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- The supplemental schedule included is presented for purposes of additional analysis and is not a required part of the financial statements but is required by the Employee Retirement Income Security Act of 1974 ("ERISA"). Other schedules required by section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

INDEPENDENT AUDITOR'S REPORT

To the Participants and Administrative Committee
Drinker Biddle & Reath LLP Retirement Savings Plan II

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Drinker Biddle & Reath LLP Retirement Savings Plan II (the "Plan"), which comprise the statements of net assets available for benefits as of June 1, 2021 and December 31, 2020, and the related statement of changes in net assets available for benefits for the period from January 1, 2021 to June 1, 2021, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of June 1, 2021 and December 31, 2020, and for the period from January 1, 2021 to June 1, 2021, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter – Supplemental Schedule

The supplemental Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions for the period from January 1, 2021 to June 1, 2021 Is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Torrillo & Associates, LLC

April 29, 2022

DRINKER BIDDLE & REATH LLP
Retirement Savings Plan II
Statements of Net Assets Available for Benefits
As of June 1, 2021 and December 31, 2020

	<u>2021</u>	<u>2020</u>
Assets:		
Investments, at fair value	\$ -	\$ 294,821,603
Receivables:		
Employer contribution	-	145,652
Participant contribution	1,121	201,022
Notes receivable from participants	-	1,604,339
Total receivables	<u>1,121</u>	<u>1,951,013</u>
Total assets	-	296,772,616
Liabilities:		
Due to Affiliated Plan	<u>1,121</u>	<u>-</u>
Net assets available for benefits	<u>\$ -</u>	<u>\$ 296,772,616</u>

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

DRINKER BIDDLE & REATH LLP
Retirement Savings Plan II
Statement of Changes in Net Assets Available for Benefits
For the Period from January 1, 2021 to June 1, 2021

	<u>2021</u>
Additions:	
Investment income:	
Net appreciation in fair value of investments	\$ 20,460,188
Interest and dividends	5,507,462
Other income	216,609
Investment income	<u>26,184,259</u>
Interest income on notes receivable from participants	38,639
Contributions:	
Employer	14,513
Participants	2,802,350
Participants rollovers	6,397,193
Total contributions	<u>9,214,056</u>
Total additions	35,436,954
Deductions:	
Benefits paid to participants	38,601,131
Administrative expenses	39,800
Total deductions	<u>38,640,931</u>
Net decrease	(3,203,977)
Transfers from the Drinker Biddle & Reath Retirement Savings Plan I	2,455,454
Transfer to Affiliated Plans (see Note 1)	(296,024,093)
Net assets available for benefits	
Beginning of year	<u>296,772,616</u>
End of year	<u>\$ -</u>

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

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period From January 1, 2021 to June 1, 2021**

1. Description of Plan

The following is a general description of the Drinker Biddle & Reath LLP Retirement Savings Plan II (the "Plan"). Faegre Drinker Biddle & Reath LLP ("FDB&R") is the plan sponsor. Participants should refer to the Plan document for a more complete description of its provisions.

General

The Plan is a defined contribution plan which covers partners, Of Counsel (Senior), and employees (whose social security number ends in an even number) of the Firm, other than those designated as independent contractors and those designated as "Summer Associates". Eligible nonpartner employees whose social security number ends in an odd number participate in the Drinker Biddle & Reath LLP Retirement Savings Plan I ("RSP I"). Each eligible partner and employee becomes a participant in the Plan on the first day of the month coincident with or next following his or her date of hire or, if later, the date on which he or she is placed in an eligible category. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

On February 1, 2020, Drinker Biddle & Reath LLP and Faegre Baker Daniels LLP merged to become Faegre Drinker Biddle & Reath, LLP. As a result of this merger, effective June 1, 2021, the portion of the Plan attributable to participants whose Social Security number ends in an odd number was merged with and into the Faegre Drinker Retirement Savings Plan I and the portion of the Plan attributable to participants whose Social Security number ends in an even number was merged with and into the Faegre Drinker Retirement Savings Plan II. All assets were out of the Plan by May 28, 2021. The plan merger initiated a "Black Out" period beginning May 24, 2021 and continued through June 18, 2021. During this period, participants' plan accounts were not available for investment fund exchanges, and distribution requests. During the Black Out period, funds were transferred from Fidelity, the trustee of the Plan to Charles Schwab Bank, the trustee of the Faegre Drinker Retirement Savings Plans I and II. As a result of the plan merger, approximately \$296 million of plan assets including \$2 million of participant loans were transferred from the Plan to the Faegre Drinker Retirement Savings Plans I and II. Management believes that there was no participant-initiated activity after June 1, 2021. As a result, for Form 5500 purposes, all assets, liabilities and participants ceased to be part of the Plan as of June 1, 2021 and such amounts are reported as zero on the June 1, 2021 Form 5500.

During 2021 and prior to the Plan merger, net assets of \$2,455,454 were transferred to the Plan from the Drinker Biddle & Reath LLP Retirement Savings Plan I.

Contributions

Each participant is permitted to enter into a salary deferral agreement with FDB&R in whole percentages up to 75% of the participant's salary or earned income. Each participant also has the option to make "Roth elective deferral contributions" to the Plan. Such contributions are treated by the employer as includable in the participant's compensation or earned income. Each participant may direct the employer to make such contributions in whole percentages up to 75%. A participant may elect separately to defer as a pretax elective deferral contribution or a Roth elective deferral contribution up to 75% of any bonus compensation.

Prior to January 1, 2021 (see Note 9), FDB&R contributed a matching amount equal to 50% of the elective deferral contribution for eligible staff participants who were not lawyers (25% if the participant was a partner), limited to the first 3% of compensation contributed by the participant to the Plan but in no event could the matching contributions exceed 1.5% of a participant's salary (.75% if the participant is a partner). Effective January 1, 2021, the matching contribution ceased.

Prior to January 1, 2021 (see Note 9), FDB&R made a profit-sharing contribution to all eligible staff participants who were not lawyers, patent agents, or law clerks in an amount equal to 5.5% of each participant's compensation or adjusted earned income up to the taxable wage base and 11% of the participant's compensation or adjusted earned income in excess of the taxable wage base. Partners receive a contribution

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

based on a formula, as defined in the Plan document. Compensation or adjusted earned income taken into account under the Plan on behalf of any participant in the plan year cannot exceed Internal Revenue Service limitations. Effective January 1, 2021, the Plan was amended to change the profit-sharing contribution to a discretionary amount or formula and require eligible participants to complete one year of eligibility service as of the last day of the Plan year. No profit-sharing contributions were made to Plan participants related to the period from January 1, 2021 to June 1, 2021.

Employer contributions during 2021 related to true-up contributions for 2020.

Any participant who is designated as counsel or as senior attorney is not eligible for matching or profit-sharing contributions.

Prior to January 1, 2021, matching contributions and profit-sharing contributions were made on behalf of each eligible participant on or after the first February 1, May 1, August 1 or November 1 coincident with or next following the date the participant has both (i) attained age 21 and (ii) completed one year of service.

Each participant could roll over amounts representing eligible rollover distributions from other qualified defined benefit or defined contribution plans, with the Administrative Committee's approval, or transfer amounts between the RSP I, and the Plan.

Upon enrollment, a participant could direct his or her employer contributions, if any, into any of the Plan's fund options and could change his or her deferral percentage at any time, subject to the rules of the particular investment funds.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of employer contributions, if any, and the Plan's earnings. Allocations are based on participant earnings or account balances, as defined in the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants could borrow from their account balances a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loan terms range from one to five years except for the purchase of a primary residence. Loans are secured by the balance in the participant's account. The loan interest rate shall be one percentage point above the prime rate, as defined in the Plan document. Principal and interest are paid ratably through payroll deductions.

Vesting

Participants have a nonforfeitable interest in 100% of elective deferral contributions. All employer contributions became vested and nonforfeitable upon the participant's completion of three years of vesting service, as defined in the Plan document. Forfeited balances of terminated participants' nonvested accounts were used to reduce future employer contributions.

Forfeited Accounts

Unallocated forfeited non-vested accounts totaled \$0 and \$80,897 as of June 1, 2021 and December 31, 2020, respectively. During 2021, \$0 of forfeited accounts were used to reduce FDB&R's contributions and as part of the merger, \$116,118 was transferred to the Faegre Drinker Retirement Savings Plans I & II.

Payment of Benefits

Benefits were distributable to participants or their beneficiaries upon the participant's retirement, disability, death, termination of employment, or election after attaining age 59 ½. The method of payment was a lump sum in the case of retirement, disability, death, or termination of employment unless the participant elected installments. Participants with account balances equal to or less than \$1,000 received lump-sum distributions only.

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

Withdrawals during Employment

A Plan participant was also permitted to make a hardship withdrawal from the participant's vested account, if the Administrative Committee determines that such withdrawal meets the conditions of the Plan for a hardship withdrawal, as defined by the Plan document. After-tax participant contributions, rollover contributions, and the income thereon may be withdrawn twice a year regardless of age. A participant age 59 ½ or older may withdraw all or part of his or her vested account balance twice a year.

Plan Termination

Although FDB&R has not expressed any intent to discontinue contributions and terminate the Plan, it may do so at any time. In the event of termination, participants will become 100% vested in their accounts, and all remaining assets in the Plan are to be distributed to the participants in accordance with the accrued benefits of such participants as of the date of termination.

CARES Act Provisions Adopted

During 2020, the Plan enacted certain provisions under the Coronavirus Aid, Relief and Economic Security Act (the "CARES Act") including:

- Permitting qualified participants to receive coronavirus-related distributions. Eligible coronavirus-related distributions could be taken up to December 30, 2020 and may be repaid within three years;
- Increasing the maximum loan amount available to participants to the extent permitted by the CARES Act;
- Allowing for qualified participants to suspend loan repayments due through December 31, 2020. Suspended loan repayments resumed during 2021, and the loans were reamortized to extend the payoff period by one year and include accrued interest for the suspension period; and
- Waiving, to the extent permitted by the CARES Act, required minimum distributions in the calendar year 2020.

2. Summary of Significant Accounting Policies**Basis of Accounting**

The accompanying financial statements have been prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes and supplemental schedule. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments held by the Plan are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). The Plan's investment committee determines the Plan's valuation policies utilizing information provided by trustees, custodians and investment advisors. See Note 4 for further discussion and disclosures related to fair value measurements.

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

Notes Receivable from Participants

Notes receivable from participants (participant loans for Form 5500 reporting purposes) are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

participant loan balance is reduced and a benefit distribution is recorded, based upon the terms of the Plan document.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

All reasonable administrative expenses and trustee fees necessary to operate and administer the Plan are paid by the Plan, unless otherwise paid by the Plan's sponsor. A participant's account may be charged for expenses associated with a specific optional feature elected by that participant. Fees related to the administration of notes receivable, maintenance fees and brokerage fees are charged directly to the participant's account and are included in administrative expenses. Certain investment related expenses are included in the net appreciation in fair value of investments.

Subsequent Events

Management evaluated subsequent events for the Plan through April 29, 2022, the date the financial statements were available to be issued.

3. Unaudited Financial Information Certified by the Trustee

The Plan Sponsor has elected the method of annual reporting compliance permitted by 29 CFR 2520. 103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information included in the accompanying financial statements and supplemental schedule was derived from information certified by Fidelity Management Trust Company, the trustee, as complete and accurate.

- Investments, at fair value, and notes receivable from participants, as shown in the statements of net assets available for benefits as of June 1, 2021 and December 31, 2020.
- Investment activity, including interest and dividends, net appreciation in fair value of investments, other income, and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits for the period from January 1, 2021 to June 1, 2021.

4. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The 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 are described as follows:

- Level 1 – Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.
- Level 2 – Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:
 - quoted prices for similar assets and liabilities in active markets
 - quoted prices for identical or similar assets or liabilities in markets that are not active
 - observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e. g. , interest rate and yield curve quotes at commonly quoted intervals)
 - inputs that are derived principally from or corroborated by observable market data by correlation or other means.

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

- Level 3 – Unobservable inputs for the asset or liability (i. e. , supported by little or no market activity). Level 3 inputs include management’s own assumption about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

The level in the fair value hierarchy within which the fair value measurement is classified is determined based on the lowest level input that is significant to the fair value measure in its entirety.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There have been no changes in the methodologies used as of June 1, 2021 and December 31, 2020.

The following is a description of the valuation methodologies used for major categories of assets measured at fair value by the Plan.

- *Mutual funds and self-directed brokerage accounts:* Registered investment companies (mutual funds) are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the United States Securities and Exchange Commission. These funds are required to publish their daily net asset value (“NAV”) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded. Self-directed brokerage accounts generally are limited to certain mutual funds, including money market funds, and publicly traded common stock. Shares of stock on securities exchanges are valued at the last reported sales price on the last business day of the plan year.
- *Money market funds and certificate of deposit:* Valued at fair value as determined by the trustee.
- *Common collective trust:* Valued at the net asset value of units of the common collective trust held by the Plan at year end. The net asset value is used as a practical expedient to estimate fair value. This practical expedient would not be used if it is determined to be probable that the Plan will sell the investment for an amount different than the reported net asset value.

Due to the merger of the Plan with and into the Faegre Drinker Retirement Savings Plan II, there were no fair value measurements as of June 1, 2021.

The following table sets forth by level, within the fair value hierarchy, the Plan’s fair value measurements as of December 31, 2020:

	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Investments, at fair value:				
Money market funds	\$ 6,196,007	\$ 6,196,007	\$ -	\$ -
Self-directed brokerage account	11,488,220	11,488,220	-	-
Mutual funds	269,874,371	269,874,371	-	-
Common collective trust (*)	7,263,005	-	-	-
Total	<u>\$ 294,821,603</u>	<u>\$ 287,558,598</u>	<u>\$ -</u>	<u>\$ -</u>

*In accordance with fair value measurement guidance, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented as investments in the statements of net assets available for benefits.

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

The Plan evaluates the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the period from January 1, 2021 to June 1, 2021, there were no transfers in or out of levels 1, 2, or 3.

The following table sets forth additional disclosures for the fair value measurement of investments in certain entities that calculate net asset value per share (or its equivalent) as of June 1, 2021 and December 31, 2020.

<u>Investment Type</u>	<u>Fair Value</u>	<u>Fair Value</u>	<u>Unfunded</u>	<u>Redemption</u>	<u>Redemption</u>
	<u>As of</u>	<u>As of</u>			
	<u>June 1, 2021</u>	<u>December 31, 2020</u>	<u>Commitments</u>	<u>Frequency</u>	<u>Notice Period</u>
Common collective trust	\$ -	\$ 7,263,005	\$ -	Daily	Daily

The Plan is applying the practical expedient as of June 1, 2021 and December 31, 2020 to its investment in the Fidelity Managed Income Portfolio. The Fidelity Managed Income Portfolio ("MIP") is a common collective trust investment that seeks the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. The MIP invests in assets (typically fixed-income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements) and enters into "wrap" contracts issued by third parties, and invests in cash equivalents represented by shares in a money market fund. Participant-directed redemptions have no restrictions; however, the Plan is required to provide a one-year redemption notice to liquidate its entire share in the MIP.

5. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market volatility, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the participants' account balances and the amounts reported in the statements of net assets available for benefits.

6. Tax Status

The Internal Revenue Service has determined and informed FDB&R by a letter dated May 13, 2015, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (the "Code"). Although the Plan has been amended since receiving the determination letter, the plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 1, 2021, there are 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 routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2018.

7. Related-Party and Party-In-Interest Transactions

The Plan holds units of a common collective trust and invests in mutual funds managed by affiliates of Fidelity Management Trust Company, the trustee of the Plan. These transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. Additionally, for participants who have elected to take a participant loan, the loans are secured by the respective participant's account balance.

Fidelity Management Trust Company or its affiliates generate income to the Plan through revenue sharing agreements. More specifically, Fidelity Management Trust Company or its affiliates may receive revenue from mutual fund and common collective trust service providers for services Fidelity Management Trust Company or its affiliates provide to the funds and common collective trust. This revenue may be used to offset certain amounts owed to Fidelity Management Trust Company or its affiliates for administrative services to the Plan. If the revenue received by Fidelity Management Trust Company or its affiliates from such mutual fund or common collective trust service providers exceeds the amount owed as agreed to by Fidelity Management Trust Company and the Plan for administrative services, Fidelity Management Trust Company or its affiliates are to remit the excess to the Plan. Such amounts may be applied to pay Plan administrative expenses or allocated to the accounts of the participants. During the period ended June 1, 2021, the related amounts deposited into the plan's unallocated revenue sharing account were \$4,101, and the amounts allocated to participants from the unallocated revenue sharing account were \$0. During 2021, no amounts from the unallocated revenue sharing accounts were used to pay administrative expenses of the Plan. As of June 1, 2021 and December 31, 2020, the Plan has \$0 and \$16,576, respectively, of such amounts in unallocated accounts. Additionally, the Plan directly credited \$212,508 of excess revenue to participant accounts during 2021. The Plan or Plan Sponsor may make a payment to Fidelity Management Trust Company or its affiliates for administrative expenses not covered by revenue sharing.

8. Prohibited Transaction

During 2021, FDB&R failed to remit to the Plan's trustee certain employee contributions totaling \$1,121, within the period prescribed by the Department of Labor regulations. During 2021 and 2022, FDB&R made or will make contributions to the affected participant's account to compensate the participant for potential lost income due to the processing delays and has taken or will take action prescribed by the regulations to remedy such errors. Due to the merger (see Note 1), the amounts were reported as contributions receivable in the statement of net assets available of benefits and due to affiliated plan as of June 1, 2021 and were included in the transfer to affiliated plans in the statement of changes in net assets available for benefits.

9. Plan Amendments

Effective January 1, 2021, in anticipation of the Plan's merger with the Faegre Drinker Retirement Savings Plans I and II, the Plan was amended to, among other matters:

- Make age 62 the normal retirement age;
- Cease matching contributions with respect to elective deferrals made from salary for payroll periods ending after December 31, 2020;
- Permit patent agents to be eligible for profit-sharing contributions;
- Change the profit-sharing contribution to a discretionary amount or formula as described in the Plan document and add eligibility requirements for profit-sharing contributions;
- Permit supplemental contributions by the Firm; and
- Make various administrative changes including those to update and clarify the definition of earned income, eligible employee, employment date, elapsed time, reemployment date, salary, years of eligibility service; years of vesting service, eligibility, rehired date rollover contributions; and reemployment.

DRINKER BIDDLE & REATH LLP
Retirement Savings Plan II
Schedule H Line 4(a) – Schedule of Delinquent Participant Contributions
For the Period ended June 1, 2021

	EIN: 41-0244008 Plan #030			
Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check Here if Late Participant Loan Repayments are included: ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2021* \$ 1,121	\$ 328	\$ 793	-	-

- * During 2021, FDB&R failed to remit to the Plan's trustee certain employee contributions totaling \$1,121, within the period prescribed by the Department of Labor regulations. During 2021 and 2022, FDB&R made or will make contributions to the affected participant's account to compensate the participant for potential lost income due to the processing delays and has taken or will take action prescribed by the regulations to remedy such errors. Due to the merger (see Note 1), the amounts were reported as contributions receivable in the statement of net assets available of benefits and due to affiliated plan as of June 1, 2021 and were included in the transfer to affiliated plans in the statement of changes in net assets available for benefits.

**DRINKER BIDDLE & REATH LLP
RETIREMENT SAVINGS PLAN II**

**Financial Statements
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Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions

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- The supplemental schedule included is presented for purposes of additional analysis and is not a required part of the financial statements but is required by the Employee Retirement Income Security Act of 1974 ("ERISA"). Other schedules required by section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

INDEPENDENT AUDITOR'S REPORT

To the Participants and Administrative Committee
Drinker Biddle & Reath LLP Retirement Savings Plan II

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Drinker Biddle & Reath LLP Retirement Savings Plan II (the "Plan"), which comprise the statements of net assets available for benefits as of June 1, 2021 and December 31, 2020, and the related statement of changes in net assets available for benefits for the period from January 1, 2021 to June 1, 2021, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of June 1, 2021 and December 31, 2020, and for the period from January 1, 2021 to June 1, 2021, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter – Supplemental Schedule

The supplemental Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions for the period from January 1, 2021 to June 1, 2021 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule referred to above.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Torrillo & Associates, LLC

April 29, 2022

DRINKER BIDDLE & REATH LLP
Retirement Savings Plan II
Statements of Net Assets Available for Benefits
As of June 1, 2021 and December 31, 2020

	<u>2021</u>	<u>2020</u>
Assets:		
Investments, at fair value	\$ -	\$ 294,821,603
Receivables:		
Employer contribution	-	145,652
Participant contribution	1,121	201,022
Notes receivable from participants	-	1,604,339
Total receivables	<u>1,121</u>	<u>1,951,013</u>
Total assets	-	296,772,616
Liabilities:		
Due to Affiliated Plan	<u>1,121</u>	<u>-</u>
Net assets available for benefits	<u>\$ -</u>	<u>\$ 296,772,616</u>

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

DRINKER BIDDLE & REATH LLP
Retirement Savings Plan II
Statement of Changes in Net Assets Available for Benefits
For the Period from January 1, 2021 to June 1, 2021

	<u>2021</u>
Additions:	
Investment income:	
Net appreciation in fair value of investments	\$ 20,460,188
Interest and dividends	5,507,462
Other income	216,609
Investment income	<u>26,184,259</u>
Interest income on notes receivable from participants	38,639
Contributions:	
Employer	14,513
Participants	2,802,350
Participants rollovers	6,397,193
Total contributions	<u>9,214,056</u>
Total additions	35,436,954
Deductions:	
Benefits paid to participants	38,601,131
Administrative expenses	39,800
Total deductions	<u>38,640,931</u>
Net decrease	(3,203,977)
Transfers from the Drinker Biddle & Reath Retirement Savings Plan I	2,455,454
Transfer to Affiliated Plans (see Note 1)	(296,024,093)
Net assets available for benefits	
Beginning of year	<u>296,772,616</u>
End of year	<u>\$ -</u>

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

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period From January 1, 2021 to June 1, 2021**

1. Description of Plan

The following is a general description of the Drinker Biddle & Reath LLP Retirement Savings Plan II (the "Plan"). Faegre Drinker Biddle & Reath LLP ("FDB&R") is the plan sponsor. Participants should refer to the Plan document for a more complete description of its provisions.

General

The Plan is a defined contribution plan which covers partners, Of Counsel (Senior), and employees (whose social security number ends in an even number) of the Firm, other than those designated as independent contractors and those designated as "Summer Associates". Eligible nonpartner employees whose social security number ends in an odd number participate in the Drinker Biddle & Reath LLP Retirement Savings Plan I ("RSP I"). Each eligible partner and employee becomes a participant in the Plan on the first day of the month coincident with or next following his or her date of hire or, if later, the date on which he or she is placed in an eligible category. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

On February 1, 2020, Drinker Biddle & Reath LLP and Faegre Baker Daniels LLP merged to become Faegre Drinker Biddle & Reath, LLP. As a result of this merger, effective June 1, 2021, the portion of the Plan attributable to participants whose Social Security number ends in an odd number was merged with and into the Faegre Drinker Retirement Savings Plan I and the portion of the Plan attributable to participants whose Social Security number ends in an even number was merged with and into the Faegre Drinker Retirement Savings Plan II. All assets were out of the Plan by May 28, 2021. The plan merger initiated a "Black Out" period beginning May 24, 2021 and continued through June 18, 2021. During this period, participants' plan accounts were not available for investment fund exchanges, and distribution requests. During the Black Out period, funds were transferred from Fidelity, the trustee of the Plan to Charles Schwab Bank, the trustee of the Faegre Drinker Retirement Savings Plans I and II. As a result of the plan merger, approximately \$296 million of plan assets including \$2 million of participant loans were transferred from the Plan to the Faegre Drinker Retirement Savings Plans I and II. Management believes that there was no participant-initiated activity after June 1, 2021. As a result, for Form 5500 purposes, all assets, liabilities and participants ceased to be part of the Plan as of June 1, 2021 and such amounts are reported as zero on the June 1, 2021 Form 5500.

During 2021 and prior to the Plan merger, net assets of \$2,455,454 were transferred to the Plan from the Drinker Biddle & Reath LLP Retirement Savings Plan I.

Contributions

Each participant is permitted to enter into a salary deferral agreement with FDB&R in whole percentages up to 75% of the participant's salary or earned income. Each participant also has the option to make "Roth elective deferral contributions" to the Plan. Such contributions are treated by the employer as includable in the participant's compensation or earned income. Each participant may direct the employer to make such contributions in whole percentages up to 75%. A participant may elect separately to defer as a pretax elective deferral contribution or a Roth elective deferral contribution up to 75% of any bonus compensation.

Prior to January 1, 2021 (see Note 9), FDB&R contributed a matching amount equal to 50% of the elective deferral contribution for eligible staff participants who were not lawyers (25% if the participant was a partner), limited to the first 3% of compensation contributed by the participant to the Plan but in no event could the matching contributions exceed 1.5% of a participant's salary (.75% if the participant is a partner). Effective January 1, 2021, the matching contribution ceased.

Prior to January 1, 2021 (see Note 9), FDB&R made a profit-sharing contribution to all eligible staff participants who were not lawyers, patent agents, or law clerks in an amount equal to 5.5% of each participant's compensation or adjusted earned income up to the taxable wage base and 11% of the participant's compensation or adjusted earned income in excess of the taxable wage base. Partners receive a contribution

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

based on a formula, as defined in the Plan document. Compensation or adjusted earned income taken into account under the Plan on behalf of any participant in the plan year cannot exceed Internal Revenue Service limitations. Effective January 1, 2021, the Plan was amended to change the profit-sharing contribution to a discretionary amount or formula and require eligible participants to complete one year of eligibility service as of the last day of the Plan year. No profit-sharing contributions were made to Plan participants related to the period from January 1, 2021 to June 1, 2021.

Employer contributions during 2021 related to true-up contributions for 2020.

Any participant who is designated as counsel or as senior attorney is not eligible for matching or profit-sharing contributions.

Prior to January 1, 2021, matching contributions and profit-sharing contributions were made on behalf of each eligible participant on or after the first February 1, May 1, August 1 or November 1 coincident with or next following the date the participant has both (i) attained age 21 and (ii) completed one year of service.

Each participant could roll over amounts representing eligible rollover distributions from other qualified defined benefit or defined contribution plans, with the Administrative Committee's approval, or transfer amounts between the RSP I, and the Plan.

Upon enrollment, a participant could direct his or her employer contributions, if any, into any of the Plan's fund options and could change his or her deferral percentage at any time, subject to the rules of the particular investment funds.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of employer contributions, if any, and the Plan's earnings. Allocations are based on participant earnings or account balances, as defined in the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants could borrow from their account balances a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loan terms range from one to five years except for the purchase of a primary residence. Loans are secured by the balance in the participant's account. The loan interest rate shall be one percentage point above the prime rate, as defined in the Plan document. Principal and interest are paid ratably through payroll deductions.

Vesting

Participants have a nonforfeitable interest in 100% of elective deferral contributions. All employer contributions became vested and nonforfeitable upon the participant's completion of three years of vesting service, as defined in the Plan document. Forfeited balances of terminated participants' nonvested accounts were used to reduce future employer contributions.

Forfeited Accounts

Unallocated forfeited non-vested accounts totaled \$0 and \$80,897 as of June 1, 2021 and December 31, 2020, respectively. During 2021, \$0 of forfeited accounts were used to reduce FDB&R's contributions and as part of the merger, \$116,118 was transferred to the Faegre Drinker Retirement Savings Plans I & II.

Payment of Benefits

Benefits were distributable to participants or their beneficiaries upon the participant's retirement, disability, death, termination of employment, or election after attaining age 59 ½. The method of payment was a lump sum in the case of retirement, disability, death, or termination of employment unless the participant elected installments. Participants with account balances equal to or less than \$1,000 received lump-sum distributions only.

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

Withdrawals during Employment

A Plan participant was also permitted to make a hardship withdrawal from the participant's vested account, if the Administrative Committee determines that such withdrawal meets the conditions of the Plan for a hardship withdrawal, as defined by the Plan document. After-tax participant contributions, rollover contributions, and the income thereon may be withdrawn twice a year regardless of age. A participant age 59 ½ or older may withdraw all or part of his or her vested account balance twice a year.

Plan Termination

Although FDB&R has not expressed any intent to discontinue contributions and terminate the Plan, it may do so at any time. In the event of termination, participants will become 100% vested in their accounts, and all remaining assets in the Plan are to be distributed to the participants in accordance with the accrued benefits of such participants as of the date of termination.

CARES Act Provisions Adopted

During 2020, the Plan enacted certain provisions under the Coronavirus Aid, Relief and Economic Security Act (the "CARES Act") including:

- Permitting qualified participants to receive coronavirus-related distributions. Eligible coronavirus-related distributions could be taken up to December 30, 2020 and may be repaid within three years;
- Increasing the maximum loan amount available to participants to the extent permitted by the CARES Act;
- Allowing for qualified participants to suspend loan repayments due through December 31, 2020. Suspended loan repayments resumed during 2021, and the loans were reamortized to extend the payoff period by one year and include accrued interest for the suspension period; and
- Waiving, to the extent permitted by the CARES Act, required minimum distributions in the calendar year 2020.

2. Summary of Significant Accounting Policies**Basis of Accounting**

The accompanying financial statements have been prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes and supplemental schedule. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments held by the Plan are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). The Plan's investment committee determines the Plan's valuation policies utilizing information provided by trustees, custodians and investment advisors. See Note 4 for further discussion and disclosures related to fair value measurements.

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

Notes Receivable from Participants

Notes receivable from participants (participant loans for Form 5500 reporting purposes) are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

participant loan balance is reduced and a benefit distribution is recorded, based upon the terms of the Plan document.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

All reasonable administrative expenses and trustee fees necessary to operate and administer the Plan are paid by the Plan, unless otherwise paid by the Plan's sponsor. A participant's account may be charged for expenses associated with a specific optional feature elected by that participant. Fees related to the administration of notes receivable, maintenance fees and brokerage fees are charged directly to the participant's account and are included in administrative expenses. Certain investment related expenses are included in the net appreciation in fair value of investments.

Subsequent Events

Management evaluated subsequent events for the Plan through April 29, 2022, the date the financial statements were available to be issued.

3. Unaudited Financial Information Certified by the Trustee

The Plan Sponsor has elected the method of annual reporting compliance permitted by 29 CFR 2520. 103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information included in the accompanying financial statements and supplemental schedule was derived from information certified by Fidelity Management Trust Company, the trustee, as complete and accurate.

- Investments, at fair value, and notes receivable from participants, as shown in the statements of net assets available for benefits as of June 1, 2021 and December 31, 2020.
- Investment activity, including interest and dividends, net appreciation in fair value of investments, other income, and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits for the period from January 1, 2021 to June 1, 2021.

4. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The 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 are described as follows:

- Level 1 – Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.
- Level 2 – Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:
 - quoted prices for similar assets and liabilities in active markets
 - quoted prices for identical or similar assets or liabilities in markets that are not active
 - observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e. g. , interest rate and yield curve quotes at commonly quoted intervals)
 - inputs that are derived principally from or corroborated by observable market data by correlation or other means.

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

- Level 3 – Unobservable inputs for the asset or liability (i. e. , supported by little or no market activity). Level 3 inputs include management’s own assumption about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

The level in the fair value hierarchy within which the fair value measurement is classified is determined based on the lowest level input that is significant to the fair value measure in its entirety.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There have been no changes in the methodologies used as of June 1, 2021 and December 31, 2020.

The following is a description of the valuation methodologies used for major categories of assets measured at fair value by the Plan.

- *Mutual funds and self-directed brokerage accounts:* Registered investment companies (mutual funds) are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the United States Securities and Exchange Commission. These funds are required to publish their daily net asset value (“NAV”) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded. Self-directed brokerage accounts generally are limited to certain mutual funds, including money market funds, and publicly traded common stock. Shares of stock on securities exchanges are valued at the last reported sales price on the last business day of the plan year.
- *Money market funds and certificate of deposit:* Valued at fair value as determined by the trustee.
- *Common collective trust:* Valued at the net asset value of units of the common collective trust held by the Plan at year end. The net asset value is used as a practical expedient to estimate fair value. This practical expedient would not be used if it is determined to be probable that the Plan will sell the investment for an amount different than the reported net asset value.

Due to the merger of the Plan with and into the Faegre Drinker Retirement Savings Plan II, there were no fair value measurements as of June 1, 2021.

The following table sets forth by level, within the fair value hierarchy, the Plan’s fair value measurements as of December 31, 2020:

	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Investments, at fair value:				
Money market funds	\$ 6,196,007	\$ 6,196,007	\$ -	\$ -
Self-directed brokerage account	11,488,220	11,488,220	-	-
Mutual funds	269,874,371	269,874,371	-	-
Common collective trust (*)	7,263,005	-	-	-
Total	<u>\$ 294,821,603</u>	<u>\$ 287,558,598</u>	<u>\$ -</u>	<u>\$ -</u>

*In accordance with fair value measurement guidance, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented as investments in the statements of net assets available for benefits.

DRINKER BIDDLE & REATH LLP**Retirement Savings Plan II****Notes to Financial Statements****As of June 1, 2021 and December 31, 2020, and for the Period from January 1, 2021 to June 1, 2021**

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

The Plan evaluates the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the period from January 1, 2021 to June 1, 2021, there were no transfers in or out of levels 1, 2, or 3.

The following table sets forth additional disclosures for the fair value measurement of investments in certain entities that calculate net asset value per share (or its equivalent) as of June 1, 2021 and December 31, 2020.

<u>Investment Type</u>	<u>Fair Value</u>	<u>Fair Value</u>	<u>Unfunded</u>	<u>Redemption</u>	<u>Redemption</u>
	<u>As of</u>	<u>As of</u>			
	<u>June 1, 2021</u>	<u>December 31, 2020</u>	<u>Commitments</u>	<u>Frequency</u>	<u>Notice Period</u>
Common collective trust	\$ -	\$ 7,263,005	\$ -	Daily	Daily

The Plan is applying the practical expedient as of June 1, 2021 and December 31, 2020 to its investment in the Fidelity Managed Income Portfolio. The Fidelity Managed Income Portfolio ("MIP") is a common collective trust investment that seeks the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. The MIP invests in assets (typically fixed-income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements) and enters into "wrap" contracts issued by third parties, and invests in cash equivalents represented by shares in a money market fund. Participant-directed redemptions have no restrictions; however, the Plan is required to provide a one-year redemption notice to liquidate its entire share in the MIP.

5. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market volatility, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the participants' account balances and the amounts reported in the statements of net assets available for benefits.

6. Tax Status

The Internal Revenue Service has determined and informed FDB&R by a letter dated May 13, 2015, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (the "Code"). Although the Plan has been amended since receiving the determination letter, the plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 1, 2021, there are 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 routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2018.

7. Related-Party and Party-In-Interest Transactions

The Plan holds units of a common collective trust and invests in mutual funds managed by affiliates of Fidelity Management Trust Company, the trustee of the Plan. These transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. Additionally, for participants who have elected to take a participant loan, the loans are secured by the respective participant's account balance.

Fidelity Management Trust Company or its affiliates generate income to the Plan through revenue sharing agreements. More specifically, Fidelity Management Trust Company or its affiliates may receive revenue from mutual fund and common collective trust service providers for services Fidelity Management Trust Company or its affiliates provide to the funds and common collective trust. This revenue may be used to offset certain amounts owed to Fidelity Management Trust Company or its affiliates for administrative services to the Plan. If the revenue received by Fidelity Management Trust Company or its affiliates from such mutual fund or common collective trust service providers exceeds the amount owed as agreed to by Fidelity Management Trust Company and the Plan for administrative services, Fidelity Management Trust Company or its affiliates are to remit the excess to the Plan. Such amounts may be applied to pay Plan administrative expenses or allocated to the accounts of the participants. During the period ended June 1, 2021, the related amounts deposited into the plan's unallocated revenue sharing account were \$4,101, and the amounts allocated to participants from the unallocated revenue sharing account were \$0. During 2021, no amounts from the unallocated revenue sharing accounts were used to pay administrative expenses of the Plan. As of June 1, 2021 and December 31, 2020, the Plan has \$0 and \$16,576, respectively, of such amounts in unallocated accounts. Additionally, the Plan directly credited \$212,508 of excess revenue to participant accounts during 2021. The Plan or Plan Sponsor may make a payment to Fidelity Management Trust Company or its affiliates for administrative expenses not covered by revenue sharing.

8. Prohibited Transaction

During 2021, FDB&R failed to remit to the Plan's trustee certain employee contributions totaling \$1,121, within the period prescribed by the Department of Labor regulations. During 2021 and 2022, FDB&R made or will make contributions to the affected participant's account to compensate the participant for potential lost income due to the processing delays and has taken or will take action prescribed by the regulations to remedy such errors. Due to the merger (see Note 1), the amounts were reported as contributions receivable in the statement of net assets available of benefits and due to affiliated plan as of June 1, 2021 and were included in the transfer to affiliated plans in the statement of changes in net assets available for benefits.

9. Plan Amendments

Effective January 1, 2021, in anticipation of the Plan's merger with the Faegre Drinker Retirement Savings Plans I and II, the Plan was amended to, among other matters:

- Make age 62 the normal retirement age;
- Cease matching contributions with respect to elective deferrals made from salary for payroll periods ending after December 31, 2020;
- Permit patent agents to be eligible for profit-sharing contributions;
- Change the profit-sharing contribution to a discretionary amount or formula as described in the Plan document and add eligibility requirements for profit-sharing contributions;
- Permit supplemental contributions by the Firm; and
- Make various administrative changes including those to update and clarify the definition of earned income, eligible employee, employment date, elapsed time, reemployment date, salary, years of eligibility service; years of vesting service, eligibility, rehired date rollover contributions; and reemployment.

DRINKER BIDDLE & REATH LLP
Retirement Savings Plan II
Schedule H Line 4(a) – Schedule of Delinquent Participant Contributions
For the Period ended June 1, 2021

	EIN: 41-0244008 Plan #030			
Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check Here if Late Participant Loan Repayments are included: ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2021* \$ 1,121	\$ 328	\$ 793	-	-

- * During 2021, FDB&R failed to remit to the Plan's trustee certain employee contributions totaling \$1,121, within the period prescribed by the Department of Labor regulations. During 2021 and 2022, FDB&R made or will make contributions to the affected participant's account to compensate the participant for potential lost income due to the processing delays and has taken or will take action prescribed by the regulations to remedy such errors. Due to the merger (see Note 1), the amounts were reported as contributions receivable in the statement of net assets available of benefits and due to affiliated plan as of June 1, 2021 and were included in the transfer to affiliated plans in the statement of changes in net assets available for benefits.