

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>12/31/2021</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>INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1983</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>01/01/1983</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>				
1c Effective date of plan <u>01/01/1983</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>INDEPENDENCE BLUE CROSS, LLC</u> <u>1901 MARKET STREET, 26TH FLOOR</u> <u>PHILADELPHIA, PA 19103-1480</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>46-3867722</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>215-241-3230</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>524140</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>46-3867722</u>	2c Plan Sponsor's telephone number <u>215-241-3230</u>	2d Business code (see instructions) <u>524140</u>	
2b Employer Identification Number (EIN) <u>46-3867722</u>					
2c Plan Sponsor's telephone number <u>215-241-3230</u>					
2d Business code (see instructions) <u>524140</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.	10/12/2022	DENISE HINES-MCKEOWN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/11/2022	KRISTEN CASHMAN
	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		3b Administrator's EIN	
		3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name		4b EIN 4d PN	
5 Total number of participants at the beginning of the plan year		5	5563
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)	3858
a(2) Total number of active participants at the end of the plan year		6a(2)	3858
b Retired or separated participants receiving benefits.....		6b	67
c Other retired or separated participants entitled to future benefits		6c	1609
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	5534
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	16
f Total. Add lines 6d and 6e		6f	5550
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	5422
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	1
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 2S 2T 2A 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) ☐ 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 12/31/2021		
A Name of plan INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 INDEPENDENCE BLUE CROSS, LLC	D Employer Identification Number (EIN) 46-3867722	

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
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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)

VANGUARD ADVISERS INC.

23-2811930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 50	NONE	353467	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

VANGUARD FIDUCIARY TRUST COMPANY

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 25 38 50 57	NONE	329487	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

DELOITTE & TOUCHE LLP

13-3891517

(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?
10 15 16 50	NONE	24600	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE 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 12/31/2021		
A Name of plan INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 INDEPENDENCE BLUE CROSS, LLC	D Employer Identification Number (EIN) 46-3867722	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash.....	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions.....	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	52670793	47867743
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	11210632	11442299
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	795646585	923261447
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)		
(2) Employer real property.....	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	859528010	982571489

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness.....	1i		
j Other liabilities.....	1j		
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	859528010	982571489
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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)	17138632	
(B) Participants	2a(1)(B)	30999003	
(C) Others (including rollovers).....	2a(1)(C)	1714598	
(2) Noncash contributions.....	2a(2)		
(3) Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2)	2a(3)		49852233
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)	5202	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans.....	2b(1)(E)	571430	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F).....	2b(1)(G)		576632
(2) Dividends: (A) Preferred stock.....	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	46111868	
(D) Total dividends. Add lines 2b(2)(A), (B), and (C)	2b(2)(D)		46111868
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		77987626
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		174528359
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	50777326	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		50777326
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)	24600	
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)	353467	
(4) Other.....	2i(4)	329487	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		707554
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		51484880
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d.....	2k		123043479
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

(1) ☒ 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: DELOITTE & TOUCHE LLP

(2) EIN: 13-3891517

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	

	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		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		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?		X	
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?		X	
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.)	X		
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.)		X	
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?		X	
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.)		X	
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			

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)

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.
For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021		
A Name of plan INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN		B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 INDEPENDENCE BLUE CROSS, LLC		D Employer Identification Number (EIN) 46-3867722
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 0
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): 23-1945930		
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		3 385
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 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 _____

***Independence Blue Cross
Blue Chip Retirement
Savings Plan***

EIN: 46-3867722

PLAN: #002

Financial Statements as of and for the Years
Ended December 31, 2021 and 2020,
Supplemental Schedule as of December 31,
2021, and Independent Auditor's Report

INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN

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NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.



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INDEPENDENT AUDITOR'S REPORT

Plan Administrator

Independence Blue Cross Blue Chip Retirement Savings Plan:

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit

We have performed an audit of the financial statements of the Independence Blue Cross Blue Chip Retirement Savings Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2021, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

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

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2021, stating that the certified investment information, as described in Note 8 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audit and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial Statements section:

- The amounts and disclosures in the financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Auditor's Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Plan. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed us not to perform and we did not perform any auditing procedures with respect to the information certified by a qualified institution. In our report dated September 20, 2021, we indicated that (a) because of the significance of the information that we did not audit, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, we did not express an opinion on the 2020 financial statements, and (b) the form and content of the information included in the 2020 financial statements other than that derived from the certified information were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Responsibilities of Management for the Financial Statements

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, and for 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. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the Plan, and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will

always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matter — Supplemental Schedule Required by ERISA

The supplemental schedule of assets (held at end of year) as of December 31, 2021 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the

financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including their form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion:

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, is presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- The information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Deloitte & Touche LLP

September 28, 2022

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2021 AND 2020**

	2021	2020
ASSETS		
Investments:		
Investments at fair value	<u>\$ 971,129,190</u>	<u>\$ 848,317,378</u>
Total investments	<u>971,129,190</u>	<u>848,317,378</u>
Receivables:		
Notes receivable from participants	<u>11,442,299</u>	<u>11,210,632</u>
Total receivables	<u>11,442,299</u>	<u>11,210,632</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 982,571,489</u></u>	<u><u>\$ 859,528,010</u></u>

See notes to financial statements.

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020**

	2021	2020
ADDITIONS:		
Contributions:		
Employee contributions	\$ 30,999,003	\$ 29,228,402
Employer contributions	17,138,632	16,766,513
Rollovers from other plans	<u>1,714,598</u>	<u>3,424,240</u>
Total contributions	<u>49,852,233</u>	<u>49,419,155</u>
Investment income:		
Interest and dividend income	46,688,500	26,405,351
Net appreciation in fair value of investments	<u>77,987,626</u>	<u>106,591,599</u>
Net investment income	<u>124,676,126</u>	<u>132,996,950</u>
Total additions	<u>174,528,359</u>	<u>182,416,105</u>
DEDUCTIONS:		
Benefits paid to participants	(50,777,326)	(46,367,803)
Administrative expenses	<u>(707,554)</u>	<u>(679,285)</u>
Total deductions	<u>(51,484,880)</u>	<u>(47,047,088)</u>
INCREASE IN NET ASSETS	123,043,479	135,369,017
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>859,528,010</u>	<u>724,158,993</u>
End of year	<u>\$ 982,571,489</u>	<u>\$ 859,528,010</u>

See notes to financial statements.

INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

1. DESCRIPTION OF THE PLAN

The following brief description of the Independence Blue Cross Blue Chip Retirement Savings Plan (“the Plan”) is provided for general information purposes only. Participants should refer to the plan document for more complete information.

Effective January 1, 1983, the Plan was established for the benefit of employees of Independence Blue Cross, LLC (“IBC LLC”), the Plan sponsor, and it also includes its sister companies, AmeriHealth Casualty Holdings, LLC and AmeriHealth New Jersey Holdings, LLC. The Board of Directors has appointed the Pension Committee to control and manage the operation and administration of the Plan. The Vanguard Fiduciary Trust Company (“VFTC”) serves as the trustee of the Plan. The Plan is a defined contribution plan and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Contributions — Employees may elect to contribute 1% to 50% of their gross compensation to the Plan, as defined in the plan document, and limited to \$19,500 in 2021 and 2020 for employees less than 50 years of age. Contribution limits for employees aged 50 and above were \$26,000 for 2021 and 2020. Highly compensated employees are invited to join the excess plan, a plan that provides employees the opportunity to make contributions that exceed the limit. Employees in the excess plan had their Plan contributions limited to \$18,500 in 2021 and \$17,500 in 2020. Employees over age 50 in the excess plan were limited to \$25,000 in 2021 and \$24,000 in 2020. For employees hired prior to January 1, 2010, IBC LLC contributes an amount equal to 50% of the first 6% of salary deferral contributed by the employee. For all employees hired on or after January 1, 2010, IBC LLC makes an automatic contribution equal to 3% of eligible earnings regardless of whether the employee contributes to the Plan and IBC LLC will make an additional contribution equal to 50% of the first 8% of salary deferral contributed by the employee. For all employees hired on or after January 1, 2011, employer contributions are made after a ninety-day waiting period.

Investments — Upon enrollment in the Plan, a participant may allocate contributions among a variety of mutual funds.

Interest and dividends earned by the participants’ investment choices are reinvested. Fair value appreciation or depreciation is reflected in the participants’ quarterly statements.

Vesting — Participants are immediately 100% vested in their elective deferral accounts and earnings. All employer contributions beginning in 2014 are 100% vested. Employer contributions in the Plan prior to 2014 have the following vesting schedule:

0–23 months	- %
24–35 months	20
36–47 months	40
48–59 months	60
60 and more months	100

Unvested employer contributions prior to 2014 are not forfeited until the participant withdraws their funds from the Plan.

Forfeited Accounts — When certain terminations of participation in the Plan occur, the non-vested portion of the participant’s account as defined by the Plan, represents a forfeiture. The plan document permits forfeited amounts to be used first to pay reasonable expenses relating to the administration of the Plan, and then to be used to reduce future employer contributions. However, if a participant is reemployed and fulfills certain requirements, as defined in the plan document, the account will be reinstated. The Plan used forfeited amounts to pay expenses totaling \$24,600 and \$68,750 during the years ended December 31, 2021 and 2020, respectively. At December 31, 2021 and 2020, forfeited non-vested accounts totaled \$302,582 and \$164,627, respectively.

Rollovers — The Plan offers the option of allowing any qualified participant to roll over any funds invested in other qualified 401(k) plans into the Plan. Such rollovers include pre-tax and designated Roth contributions and are subject to Plan approval. Rollover amounts from other plans totaled \$1,714,598 and \$3,424,240 for the years ended December 31, 2021 and 2020, respectively.

Participant Accounts — Individual accounts are maintained for each participant of the Plan. Each participant’s account is credited with the participant’s contribution and related matching and the employer contributions (if applicable) and Plan earnings. Participant accounts are also charged with withdrawals, allocation of plan losses and administrative fees. 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 may borrow up to 50% of their vested account balance up to a maximum of \$50,000. The minimum loan request is \$1,000 and no more than one loan is permitted in a twelve-month period. The maximum number of outstanding loans at any time is two. Loans bear interest at the prevailing market rates for similarly secured personal loans as determined by the Plan sponsor. Principal and interest are paid ratably through payroll deductions or through lump sum or partial direct payments. As of December 31, 2021, participant loans outstanding have maturities through 2051 and bear interest rates between 4.25% and 9.25%. Loans mature in one to five years unless used for the purchase of a principal residence, in which case the maturity can extend to thirty years.

Coronavirus Aid, Relief, and Economic Security Act

As a result of the novel coronavirus (“COVID-19”) outbreak, on March 27, 2020, H.R. 748, the Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act” or the “Act”) was signed into legislation which includes employees benefit plan provisions relevant to the Plan. The Act allowed expanded qualified plan distributions and loans for qualified individuals impacted by the pandemic.

Under the Act, qualified individuals were allowed to withdraw up to \$100,000 from vested plan accounts on or after January 1, 2020 through December 31, 2020 even if not otherwise eligible for the withdrawal. In addition, the Act increased the limit on plan loans to the lesser of \$100,000 or 100% of

the vested plan account. The increased maximum loan amount was available beginning March 27, 2020 through September 22, 2020. The Act also extended loan repayment dates. For any loans outstanding on or after the date of enactment that had loan repayment dates through December 31, 2020, the due date is delayed one year for qualified individuals. Finally, the Act permitted terminated vested participants who would be required take a minimum distribution, those who turned 70 ½ in 2019 or earlier, to waive the payment in 2020.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation — The Plan’s financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”).

Valuation of Investments and Income Recognition — The Plan’s investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in *Interest and dividend income*. Net appreciation (depreciation) includes the Plan’s gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits — Benefits are recorded when paid. There were no participants who elected to withdraw from the Plan but had not yet been paid at December 31, 2021 and 2020.

Notes Receivable from Participants — Notes receivable from participants are measured at their unpaid principal balance. Delinquent participant loans are recorded as distributions based on the terms of the plan document.

Administrative Expenses — Administrative expenses are first paid by any forfeited employer contribution amounts (see Note 1). The amounts reported as administrative expenses in the accompanying financial statements include investment management, and other loan related fees. Any remaining administrative expenses incurred in the operation of the Plan are paid by IBC LLC and are not reflected in the accompanying financial statements.

Use of Estimates — The preparation of the Plan’s financial statements in conformity with GAAP requires Plan management to make estimates and assumptions. These estimates and assumptions, which may differ from actual results, could affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Plan’s financial statements, as well as the reported amounts of changes in assets available for benefits.

Risks and Uncertainties — The Plan invests in mutual funds that, in turn, invest in securities including U.S. Government securities, corporate debt instruments, and corporate stocks. Investment securities, in general, are exposed to various risks such as interest rate, credit, and overall market volatility. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the statements of assets available for benefits.

Concentrations of Investments — Included in investments at December 31, 2021 and 2020 are Vanguard Institutional Index Fund of \$163,509,783 and \$128,816,521, respectively, and Vanguard

Wellington Fund of \$111,745,485 and \$98,960,000, respectively. Vanguard Institutional Index Fund represents 16.84% and 15.18% of total investments at December 31, 2021 and 2020, respectively. Vanguard Wellington Fund represents 11.51% and 11.67% of total investments at December 31, 2021 and 2020, respectively. A significant decline in the market value of these investments could significantly affect the net assets available for benefits.

Recent Accounting Pronouncements — There have been no recent accounting pronouncements that would have a material impact on the Plan’s financial statements or require disclosure in the audit report.

3. FAIR VALUE MEASUREMENTS

In accordance with the Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 820-10, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

Mutual Funds — Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

The following tables set forth, by level within the fair value hierarchy, a summary of the Plan’s investments measured at fair value at December 31, 2021 and 2020.

Fair Value Measurements at December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 971,129,190	\$ -	\$ -	\$ 971,129,190
Total	\$ 971,129,190	\$ -	\$ -	\$ 971,129,190

Fair Value Measurements at December 31, 2020				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 848,317,378	\$ -	\$ -	\$ 848,317,378
Total	\$ 848,317,378	\$ -	\$ -	\$ 848,317,378

4. BENEFITS PAID TO PARTICIPANTS

The Plan establishes the conditions a participant must meet in order to make withdrawals, such as attainment of age 59-1/2 or hardship as defined in the Internal Revenue Code (“IRC”). The Plan provides for distribution of the participant’s account upon termination, retirement, disability or death of the participant.

5. RELATED-PARTY TRANSACTIONS

The Plan invests in shares of mutual funds managed by VFTC. VFTC acts as trustee for only those investments as defined by the Plan. Transactions in such investments qualify as party-in-interest transactions that are exempt from the prohibited transactions rules. The Plan also issues loans to

participants, which are secured by the vested balances in the participants' accounts.

6. TERMINATION OF THE PLAN

While IBC LLC has expressed its intent to continue the Plan for an indefinite period of time, IBC LLC reserves the right to terminate the Plan at any time. In the event of Plan termination or the complete discontinuation of employer contributions, participants would become 100% vested in their employer contributions.

7. TAX STATUS

The Plan obtained its latest determination letter dated July 27, 2017, in which the Internal Revenue Service stated that the Plan and related trust, as then designed, were in compliance with the applicable requirements of the IRC, and the Plan and related trust continued to be tax exempt. The Plan has been amended since receiving the determination letter, however, the plan administrator believes that the Plan is currently designed and being operated in substantial compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

8. INFORMATION CERTIFIED BY TRUSTEE

The following is a summary of the unaudited information regarding the Plan's investments as of and for the years ended December 31, 2021 and 2020, included in the Plan's financial statements and supplemental schedule, which was prepared by VFTC and furnished to the plan administrator. The plan administrator has obtained certifications from VFTC that such information is complete and accurate. This certification also certifies the accuracy and completeness of the fair value measurements included within Note 3 (excluding the determination of level within the fair value hierarchy), as well as, the accompanying supplemental schedule, excluding notes receivable:

	2021	2020
Investments at fair value	<u>\$ 971,129,190</u>	<u>\$ 848,317,378</u>
Interest and dividend income	<u>\$ 46,688,500</u>	<u>\$ 26,405,351</u>
Net appreciation in fair value of investments	<u>\$ 77,987,626</u>	<u>\$ 106,591,599</u>

9. SUBSEQUENT EVENTS

The Plan's management evaluated subsequent events through _____, 2022, the date the financial statements were available to be issued. There have been no subsequent events that impacted the Plan's financial statements or required disclosure in the notes.

* * * * *

SUPPLEMENTAL SCHEDULE

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

EIN 46-3867722 PLAN #002

**FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2021**

Identity of Issuer	Issue	Description of Issues and Shares	Current Value
Vanguard Fiduciary Trust Company*	Vanguard Federal Money Market Fund	Mutual funds	\$ 47,867,743
Vanguard Fiduciary Trust Company*	Vanguard Total Bond Market Index Fund	Mutual funds	70,575,157
Vanguard Fiduciary Trust Company*	Vanguard Wellington Fund	Mutual funds	111,745,485
Vanguard Fiduciary Trust Company*	Vanguard Windsor II Fund	Mutual funds	31,882,555
Vanguard Fiduciary Trust Company*	Vanguard Institutional Index Fund	Mutual funds	163,509,783
Vanguard Fiduciary Trust Company*	Vanguard Growth Index Fund	Mutual funds	48,055,671
Vanguard Fiduciary Trust Company*	Vanguard Mid-Cap Index Fund	Mutual funds	49,464,845
Vanguard Fiduciary Trust Company*	Vanguard Small-Cap Index Fund	Mutual funds	11,722,324
Vanguard Fiduciary Trust Company*	Vanguard Explorer Fund	Mutual funds	54,659,191
Vanguard Fiduciary Trust Company*	Vanguard International Growth Fund	Mutual funds	79,529,556
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement Income Fund	Mutual funds	7,192,968
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2015 Fund	Mutual funds	10,176,054
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2020 Fund	Mutual funds	18,956,450
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2025 Fund	Mutual funds	49,548,672

(Continued)

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

EIN 46-3867722 PLAN #002

FORM 5500, SCHEDULE H, PART IV, ITEM 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)

AS OF DECEMBER 31, 2021

Identity of Issuer	Issue	Description of Issues and Shares	Current Value
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2030 Fund	Mutual funds	\$ 37,616,277
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2035 Fund	Mutual funds	48,986,616
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2040 Fund	Mutual funds	26,818,113
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2045 Fund	Mutual funds	35,077,274
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2050 Fund	Mutual funds	35,189,508
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2055 Fund	Mutual funds	23,913,032
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2060 Fund	Mutual funds	8,390,372
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2065 Fund	Mutual funds	251,544
Various Participants*	Notes Receivable	Participant loans (at interest rates of 4.25% – 9.25%, maturing through June 2051)	<u>11,442,299</u>
Total			<u>\$ 982,571,489</u>

*Indicates party-in-interest to the Plan

See accompanying independent auditor's report.

Plan Name	Independence Blue Cross Blue Chip Retirement Savings Plan
Plan Sponsor EIN	46-3867722
ERISA Plan #	002
Plan Year Ending	December 31, 2021

The required attachment marked with an “X” in the Attachment column is included within the Accountant’s Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan’s Independent Qualified Public Accountant (IQPA).

Form / Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	

Plan Name	Independence Blue Cross Blue Chip Retirement Savings Plan
Plan Sponsor EIN	46-3867722
ERISA Plan #	002
Plan Year Ending	December 31, 2021

The required attachment marked with an “X” in the Attachment column is included within the Accountant’s Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan’s Independent Qualified Public Accountant (IQPA).

Form / Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	

***Independence Blue Cross
Blue Chip Retirement
Savings Plan***

EIN: 46-3867722

PLAN: #002

Financial Statements as of and for the Years
Ended December 31, 2021 and 2020,
Supplemental Schedule as of December 31,
2021, and Independent Auditor's Report

INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN

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NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.



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INDEPENDENT AUDITOR'S REPORT

Plan Administrator

Independence Blue Cross Blue Chip Retirement Savings Plan:

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit

We have performed an audit of the financial statements of the Independence Blue Cross Blue Chip Retirement Savings Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2021, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

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

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2021, stating that the certified investment information, as described in Note 8 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audit and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial Statements section:

- The amounts and disclosures in the financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Auditor's Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Plan. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed us not to perform and we did not perform any auditing procedures with respect to the information certified by a qualified institution. In our report dated September 20, 2021, we indicated that (a) because of the significance of the information that we did not audit, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, we did not express an opinion on the 2020 financial statements, and (b) the form and content of the information included in the 2020 financial statements other than that derived from the certified information were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Responsibilities of Management for the Financial Statements

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, and for 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. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the Plan, and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will

always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matter — Supplemental Schedule Required by ERISA

The supplemental schedule of assets (held at end of year) as of December 31, 2021 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the

financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including their form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion:

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, is presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- The information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Deloitte & Touche LLP

September 28, 2022

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2021 AND 2020**

	2021	2020
ASSETS		
Investments:		
Investments at fair value	<u>\$ 971,129,190</u>	<u>\$ 848,317,378</u>
Total investments	<u>971,129,190</u>	<u>848,317,378</u>
Receivables:		
Notes receivable from participants	<u>11,442,299</u>	<u>11,210,632</u>
Total receivables	<u>11,442,299</u>	<u>11,210,632</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 982,571,489</u></u>	<u><u>\$ 859,528,010</u></u>

See notes to financial statements.

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020**

	2021	2020
ADDITIONS:		
Contributions:		
Employee contributions	\$ 30,999,003	\$ 29,228,402
Employer contributions	17,138,632	16,766,513
Rollovers from other plans	<u>1,714,598</u>	<u>3,424,240</u>
Total contributions	<u>49,852,233</u>	<u>49,419,155</u>
Investment income:		
Interest and dividend income	46,688,500	26,405,351
Net appreciation in fair value of investments	<u>77,987,626</u>	<u>106,591,599</u>
Net investment income	<u>124,676,126</u>	<u>132,996,950</u>
Total additions	<u>174,528,359</u>	<u>182,416,105</u>
DEDUCTIONS:		
Benefits paid to participants	(50,777,326)	(46,367,803)
Administrative expenses	<u>(707,554)</u>	<u>(679,285)</u>
Total deductions	<u>(51,484,880)</u>	<u>(47,047,088)</u>
INCREASE IN NET ASSETS	123,043,479	135,369,017
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>859,528,010</u>	<u>724,158,993</u>
End of year	<u>\$ 982,571,489</u>	<u>\$ 859,528,010</u>

See notes to financial statements.

INDEPENDENCE BLUE CROSS BLUE CHIP RETIREMENT SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

1. DESCRIPTION OF THE PLAN

The following brief description of the Independence Blue Cross Blue Chip Retirement Savings Plan (“the Plan”) is provided for general information purposes only. Participants should refer to the plan document for more complete information.

Effective January 1, 1983, the Plan was established for the benefit of employees of Independence Blue Cross, LLC (“IBC LLC”), the Plan sponsor, and it also includes its sister companies, AmeriHealth Casualty Holdings, LLC and AmeriHealth New Jersey Holdings, LLC. The Board of Directors has appointed the Pension Committee to control and manage the operation and administration of the Plan. The Vanguard Fiduciary Trust Company (“VFTC”) serves as the trustee of the Plan. The Plan is a defined contribution plan and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Contributions — Employees may elect to contribute 1% to 50% of their gross compensation to the Plan, as defined in the plan document, and limited to \$19,500 in 2021 and 2020 for employees less than 50 years of age. Contribution limits for employees aged 50 and above were \$26,000 for 2021 and 2020. Highly compensated employees are invited to join the excess plan, a plan that provides employees the opportunity to make contributions that exceed the limit. Employees in the excess plan had their Plan contributions limited to \$18,500 in 2021 and \$17,500 in 2020. Employees over age 50 in the excess plan were limited to \$25,000 in 2021 and \$24,000 in 2020. For employees hired prior to January 1, 2010, IBC LLC contributes an amount equal to 50% of the first 6% of salary deferral contributed by the employee. For all employees hired on or after January 1, 2010, IBC LLC makes an automatic contribution equal to 3% of eligible earnings regardless of whether the employee contributes to the Plan and IBC LLC will make an additional contribution equal to 50% of the first 8% of salary deferral contributed by the employee. For all employees hired on or after January 1, 2011, employer contributions are made after a ninety-day waiting period.

Investments — Upon enrollment in the Plan, a participant may allocate contributions among a variety of mutual funds.

Interest and dividends earned by the participants’ investment choices are reinvested. Fair value appreciation or depreciation is reflected in the participants’ quarterly statements.

Vesting — Participants are immediately 100% vested in their elective deferral accounts and earnings. All employer contributions beginning in 2014 are 100% vested. Employer contributions in the Plan prior to 2014 have the following vesting schedule:

0–23 months	- %
24–35 months	20
36–47 months	40
48–59 months	60
60 and more months	100

Unvested employer contributions prior to 2014 are not forfeited until the participant withdraws their funds from the Plan.

Forfeited Accounts — When certain terminations of participation in the Plan occur, the non-vested portion of the participant’s account as defined by the Plan, represents a forfeiture. The plan document permits forfeited amounts to be used first to pay reasonable expenses relating to the administration of the Plan, and then to be used to reduce future employer contributions. However, if a participant is reemployed and fulfills certain requirements, as defined in the plan document, the account will be reinstated. The Plan used forfeited amounts to pay expenses totaling \$24,600 and \$68,750 during the years ended December 31, 2021 and 2020, respectively. At December 31, 2021 and 2020, forfeited non-vested accounts totaled \$302,582 and \$164,627, respectively.

Rollovers — The Plan offers the option of allowing any qualified participant to roll over any funds invested in other qualified 401(k) plans into the Plan. Such rollovers include pre-tax and designated Roth contributions and are subject to Plan approval. Rollover amounts from other plans totaled \$1,714,598 and \$3,424,240 for the years ended December 31, 2021 and 2020, respectively.

Participant Accounts — Individual accounts are maintained for each participant of the Plan. Each participant’s account is credited with the participant’s contribution and related matching and the employer contributions (if applicable) and Plan earnings. Participant accounts are also charged with withdrawals, allocation of plan losses and administrative fees. 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 may borrow up to 50% of their vested account balance up to a maximum of \$50,000. The minimum loan request is \$1,000 and no more than one loan is permitted in a twelve-month period. The maximum number of outstanding loans at any time is two. Loans bear interest at the prevailing market rates for similarly secured personal loans as determined by the Plan sponsor. Principal and interest are paid ratably through payroll deductions or through lump sum or partial direct payments. As of December 31, 2021, participant loans outstanding have maturities through 2051 and bear interest rates between 4.25% and 9.25%. Loans mature in one to five years unless used for the purchase of a principal residence, in which case the maturity can extend to thirty years.

Coronavirus Aid, Relief, and Economic Security Act

As a result of the novel coronavirus (“COVID-19”) outbreak, on March 27, 2020, H.R. 748, the Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act” or the “Act”) was signed into legislation which includes employees benefit plan provisions relevant to the Plan. The Act allowed expanded qualified plan distributions and loans for qualified individuals impacted by the pandemic.

Under the Act, qualified individuals were allowed to withdraw up to \$100,000 from vested plan accounts on or after January 1, 2020 through December 31, 2020 even if not otherwise eligible for the withdrawal. In addition, the Act increased the limit on plan loans to the lesser of \$100,000 or 100% of

the vested plan account. The increased maximum loan amount was available beginning March 27, 2020 through September 22, 2020. The Act also extended loan repayment dates. For any loans outstanding on or after the date of enactment that had loan repayment dates through December 31, 2020, the due date is delayed one year for qualified individuals. Finally, the Act permitted terminated vested participants who would be required take a minimum distribution, those who turned 70 ½ in 2019 or earlier, to waive the payment in 2020.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation — The Plan’s financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”).

Valuation of Investments and Income Recognition — The Plan’s investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in *Interest and dividend income*. Net appreciation (depreciation) includes the Plan’s gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits — Benefits are recorded when paid. There were no participants who elected to withdraw from the Plan but had not yet been paid at December 31, 2021 and 2020.

Notes Receivable from Participants — Notes receivable from participants are measured at their unpaid principal balance. Delinquent participant loans are recorded as distributions based on the terms of the plan document.

Administrative Expenses — Administrative expenses are first paid by any forfeited employer contribution amounts (see Note 1). The amounts reported as administrative expenses in the accompanying financial statements include investment management, and other loan related fees. Any remaining administrative expenses incurred in the operation of the Plan are paid by IBC LLC and are not reflected in the accompanying financial statements.

Use of Estimates — The preparation of the Plan’s financial statements in conformity with GAAP requires Plan management to make estimates and assumptions. These estimates and assumptions, which may differ from actual results, could affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Plan’s financial statements, as well as the reported amounts of changes in assets available for benefits.

Risks and Uncertainties — The Plan invests in mutual funds that, in turn, invest in securities including U.S. Government securities, corporate debt instruments, and corporate stocks. Investment securities, in general, are exposed to various risks such as interest rate, credit, and overall market volatility. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the statements of assets available for benefits.

Concentrations of Investments — Included in investments at December 31, 2021 and 2020 are Vanguard Institutional Index Fund of \$163,509,783 and \$128,816,521, respectively, and Vanguard

Wellington Fund of \$111,745,485 and \$98,960,000, respectively. Vanguard Institutional Index Fund represents 16.84% and 15.18% of total investments at December 31, 2021 and 2020, respectively. Vanguard Wellington Fund represents 11.51% and 11.67% of total investments at December 31, 2021 and 2020, respectively. A significant decline in the market value of these investments could significantly affect the net assets available for benefits.

Recent Accounting Pronouncements — There have been no recent accounting pronouncements that would have a material impact on the Plan’s financial statements or require disclosure in the audit report.

3. FAIR VALUE MEASUREMENTS

In accordance with the Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 820-10, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

Mutual Funds — Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

The following tables set forth, by level within the fair value hierarchy, a summary of the Plan’s investments measured at fair value at December 31, 2021 and 2020.

Fair Value Measurements at December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 971,129,190	\$ -	\$ -	\$ 971,129,190
Total	\$ 971,129,190	\$ -	\$ -	\$ 971,129,190

Fair Value Measurements at December 31, 2020				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 848,317,378	\$ -	\$ -	\$ 848,317,378
Total	\$ 848,317,378	\$ -	\$ -	\$ 848,317,378

4. BENEFITS PAID TO PARTICIPANTS

The Plan establishes the conditions a participant must meet in order to make withdrawals, such as attainment of age 59-1/2 or hardship as defined in the Internal Revenue Code (“IRC”). The Plan provides for distribution of the participant’s account upon termination, retirement, disability or death of the participant.

5. RELATED-PARTY TRANSACTIONS

The Plan invests in shares of mutual funds managed by VFTC. VFTC acts as trustee for only those investments as defined by the Plan. Transactions in such investments qualify as party-in-interest transactions that are exempt from the prohibited transactions rules. The Plan also issues loans to

participants, which are secured by the vested balances in the participants' accounts.

6. TERMINATION OF THE PLAN

While IBC LLC has expressed its intent to continue the Plan for an indefinite period of time, IBC LLC reserves the right to terminate the Plan at any time. In the event of Plan termination or the complete discontinuation of employer contributions, participants would become 100% vested in their employer contributions.

7. TAX STATUS

The Plan obtained its latest determination letter dated July 27, 2017, in which the Internal Revenue Service stated that the Plan and related trust, as then designed, were in compliance with the applicable requirements of the IRC, and the Plan and related trust continued to be tax exempt. The Plan has been amended since receiving the determination letter, however, the plan administrator believes that the Plan is currently designed and being operated in substantial compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

8. INFORMATION CERTIFIED BY TRUSTEE

The following is a summary of the unaudited information regarding the Plan's investments as of and for the years ended December 31, 2021 and 2020, included in the Plan's financial statements and supplemental schedule, which was prepared by VFTC and furnished to the plan administrator. The plan administrator has obtained certifications from VFTC that such information is complete and accurate. This certification also certifies the accuracy and completeness of the fair value measurements included within Note 3 (excluding the determination of level within the fair value hierarchy), as well as, the accompanying supplemental schedule, excluding notes receivable:

	2021	2020
Investments at fair value	<u>\$ 971,129,190</u>	<u>\$ 848,317,378</u>
Interest and dividend income	<u>\$ 46,688,500</u>	<u>\$ 26,405,351</u>
Net appreciation in fair value of investments	<u>\$ 77,987,626</u>	<u>\$ 106,591,599</u>

9. SUBSEQUENT EVENTS

The Plan's management evaluated subsequent events through _____, 2022, the date the financial statements were available to be issued. There have been no subsequent events that impacted the Plan's financial statements or required disclosure in the notes.

* * * * *

SUPPLEMENTAL SCHEDULE

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

EIN 46-3867722 PLAN #002

**FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2021**

Identity of Issuer	Issue	Description of Issues and Shares	Current Value
Vanguard Fiduciary Trust Company*	Vanguard Federal Money Market Fund	Mutual funds	\$ 47,867,743
Vanguard Fiduciary Trust Company*	Vanguard Total Bond Market Index Fund	Mutual funds	70,575,157
Vanguard Fiduciary Trust Company*	Vanguard Wellington Fund	Mutual funds	111,745,485
Vanguard Fiduciary Trust Company*	Vanguard Windsor II Fund	Mutual funds	31,882,555
Vanguard Fiduciary Trust Company*	Vanguard Institutional Index Fund	Mutual funds	163,509,783
Vanguard Fiduciary Trust Company*	Vanguard Growth Index Fund	Mutual funds	48,055,671
Vanguard Fiduciary Trust Company*	Vanguard Mid-Cap Index Fund	Mutual funds	49,464,845
Vanguard Fiduciary Trust Company*	Vanguard Small-Cap Index Fund	Mutual funds	11,722,324
Vanguard Fiduciary Trust Company*	Vanguard Explorer Fund	Mutual funds	54,659,191
Vanguard Fiduciary Trust Company*	Vanguard International Growth Fund	Mutual funds	79,529,556
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement Income Fund	Mutual funds	7,192,968
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2015 Fund	Mutual funds	10,176,054
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2020 Fund	Mutual funds	18,956,450
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2025 Fund	Mutual funds	49,548,672

(Continued)

**INDEPENDENCE BLUE CROSS
BLUE CHIP RETIREMENT SAVINGS PLAN**

EIN 46-3867722 PLAN #002

FORM 5500, SCHEDULE H, PART IV, ITEM 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)

AS OF DECEMBER 31, 2021

Identity of Issuer	Issue	Description of Issues and Shares	Current Value
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2030 Fund	Mutual funds	\$ 37,616,277
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2035 Fund	Mutual funds	48,986,616
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2040 Fund	Mutual funds	26,818,113
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2045 Fund	Mutual funds	35,077,274
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2050 Fund	Mutual funds	35,189,508
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2055 Fund	Mutual funds	23,913,032
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2060 Fund	Mutual funds	8,390,372
Vanguard Fiduciary Trust Company*	Vanguard Target Retirement 2065 Fund	Mutual funds	251,544
Various Participants*	Notes Receivable	Participant loans (at interest rates of 4.25% – 9.25%, maturing through June 2051)	<u>11,442,299</u>
Total			<u>\$ 982,571,489</u>

*Indicates party-in-interest to the Plan

See accompanying independent auditor's report.