

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

2022

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 07/31/2022

- A** This return/report is for:
 - a multiemployer plan
 - a single-employer plan
 - a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
 - 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
 - special extension (enter description)
 - the DFVC program
- 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>BAKER BOTTS L.L.P. PARTNER RETIREMENT PLAN - PLAN B</u> | 1b Three-digit plan number (PN) ▶ <u>079</u> |
| | 1c Effective date of plan <u>01/01/2012</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>BAKER BOTTS L.L.P.</u> <u>910 LOUISIANA STREET</u> <u>HOUSTON, TX 77002-4916</u> | 2b Employer Identification Number (EIN) <u>74-1195457</u> |
| | 2c Plan Sponsor's telephone number <u>713-229-1234</u> |
| | 2d Business code (see instructions) <u>541110</u> |

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

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

| | | | |
|------------------|--|-------------------|--|
| SIGN HERE | <u>Filed with authorized/valid electronic signature.</u> | <u>05/09/2023</u> | <u>JASON LODEN</u> |
| | Signature of plan administrator | Date | Enter name of individual signing as plan administrator |
| SIGN HERE | | | |
| | Signature of employer/plan sponsor | Date | Enter name of individual signing as employer or plan sponsor |
| SIGN HERE | | | |
| | Signature of DFE | Date | Enter name of individual signing as DFE |

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

Form 5500 (2022)
v. 220413

| | |
|---|--|
| <p>3a Plan administrator's name and address <input type="checkbox"/> Same as Plan Sponsor</p> <p>ADMINISTRATIVE COMMITTEE BAKER BOTTS L.L.P. 910 LOUISIANA ST., ONE SHELL PLAZA HOUSTON, TX 77002-4995</p> | <p>3b Administrator's EIN 74-1892088</p> <p>3c Administrator's telephone number 713-229-1234</p> |
| <p>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:</p> <p>a Sponsor's name c Plan Name</p> | <p>4b EIN</p> <p>4d PN</p> |
| <p>5 Total number of participants at the beginning of the plan year</p> | <p>5 197</p> |
| <p>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).</p> | |
| <p>a(1) Total number of active participants at the beginning of the plan year</p> | <p>6a(1) 188</p> |
| <p>a(2) Total number of active participants at the end of the plan year</p> | <p>6a(2) 0</p> |
| <p>b Retired or separated participants receiving benefits</p> | <p>6b</p> |
| <p>c Other retired or separated participants entitled to future benefits.....</p> | <p>6c</p> |
| <p>d Subtotal. Add lines 6a(2), 6b, and 6c.....</p> | <p>6d 0</p> |
| <p>e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.</p> | <p>6e</p> |
| <p>f Total. Add lines 6d and 6e</p> | <p>6f 0</p> |
| <p>g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....</p> | <p>6g</p> |
| <p>h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....</p> | <p>6h</p> |
| <p>7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)</p> | <p>7</p> |
| <p>8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1C 1H 1I</p> <p>b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:</p> | |
| <p>9a Plan funding arrangement (check all that apply)</p> <p>(1) <input type="checkbox"/> Insurance</p> <p>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts</p> <p>(3) <input checked="" type="checkbox"/> Trust</p> <p>(4) <input type="checkbox"/> General assets of the sponsor</p> | <p>9b Plan benefit arrangement (check all that apply)</p> <p>(1) <input type="checkbox"/> Insurance</p> <p>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts</p> <p>(3) <input checked="" type="checkbox"/> Trust</p> <p>(4) <input type="checkbox"/> General assets of the sponsor</p> |
| <p>10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)</p> | |
| <p>a Pension Schedules</p> <p>(1) <input checked="" type="checkbox"/> R (Retirement Plan Information)</p> <p>(2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary</p> <p>(3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary</p> | <p>b General Schedules</p> <p>(1) <input checked="" type="checkbox"/> H (Financial Information)</p> <p>(2) <input type="checkbox"/> I (Financial Information – Small Plan)</p> <p>(3) <input type="checkbox"/> A (Insurance Information)</p> <p>(4) <input checked="" type="checkbox"/> C (Service Provider Information)</p> <p>(5) <input type="checkbox"/> D (DFE/Participating Plan Information)</p> <p>(6) <input type="checkbox"/> G (Financial Transaction Schedules)</p> |

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 2022 Form M-1 annual report. If the plan was not required to file the 2022 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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small> | 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. | <small>OMB No. 1210-0110</small> 2022 This Form is Open to Public Inspection. |
|--|--|---|

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 07/31/2022

| | | |
|---|--|------------|
| A Name of plan <u>BAKER BOTTS L.L.P. PARTNER RETIREMENT PLAN - PLAN B</u> | B Three-digit plan number (PN) ▶ | <u>079</u> |
| C Plan sponsor's name as shown on line 2a of Form 5500 <u>BAKER BOTTS L.L.P</u> | D Employer Identification Number (EIN) <u>74-1195457</u> | |

Part I Service Provider Information (see instructions)

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

ERNST & YOUNG

34-6565596

(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)

ERNST & YOUNG

34-6565596

| (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? |
|------------------------|---|--|--|--|---|--|
| 11 | ACTUARY | 42542 | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> | 0 | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |

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

MORGAN STANLEY SMITH BARNEY

26-4310632

| (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? |
|------------------------|---|--|--|--|---|--|
| 27 | CONSULTING & ADVISORY | 31134 | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> | Yes <input type="checkbox"/> No <input type="checkbox"/> | | Yes <input type="checkbox"/> No <input type="checkbox"/> |

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

FIRST STATE TRUST COMPANY

13-3124172

| (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? |
|------------------------|---|--|--|--|---|--|
| 21 19 59 60 63 | TRUSTEE/CUSTODIAN | 11693 | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> | Yes <input type="checkbox"/> No <input type="checkbox"/> | | Yes <input type="checkbox"/> No <input type="checkbox"/> |

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 |
|---|--------------------------------------|--|
| | | |

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

| | | |
|--|--|--|
| SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small> | 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. | <small>OMB No. 1210-0110</small> 2022 This Form is Open to Public Inspection |
|--|--|--|

For calendar plan year 2022 or fiscal plan year beginning **01/01/2022** and ending **07/31/2022**

| | | |
|---|--|------------|
| A Name of plan BAKER BOTTS L.L.P. PARTNER RETIREMENT PLAN - PLAN B | B Three-digit plan number (PN) | 079 |
| C Plan sponsor's name as shown on line 2a of Form 5500 BAKER BOTTS L.L.P | D Employer Identification Number (EIN) 74-1195457 | |

Part I Asset and Liability Statement

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

| Assets | (a) Beginning of Year | (b) End of Year |
|---|-----------------------|-----------------|
| a Total noninterest-bearing cash..... | 1a | |
| b Receivables (less allowance for doubtful accounts): | | |
| (1) Employer contributions..... | 1b(1) | |
| (2) Participant contributions..... | 1b(2) | |
| (3) Other..... | 1b(3) | 202793 |
| c General investments: | | |
| (1) Interest-bearing cash (include money market accounts & certificates of deposit)..... | 1c(1) | 0 |
| (2) U.S. Government securities..... | 1c(2) | 0 |
| (3) Corporate debt instruments (other than employer securities): | | |
| (A) Preferred..... | 1c(3)(A) | |
| (B) All other..... | 1c(3)(B) | 0 |
| (4) Corporate stocks (other than employer securities): | | |
| (A) Preferred..... | 1c(4)(A) | |
| (B) Common..... | 1c(4)(B) | 0 |
| (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) | |
| (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) | 0 |
| (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 | 74171561 | 0 |

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 | | |

Net Assets

| | | | |
|---|----|----------|---|
| l Net assets (subtract line 1k from line 1f)..... | 1l | 74171561 | 0 |
|---|----|----------|---|

Part II Income and Expense Statement

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

Income

| | | (a) Amount | (b) Total |
|--|----------|------------|-----------|
| a Contributions: | | | |
| (1) Received or receivable in cash from: (A) Employers..... | 2a(1)(A) | | |
| (B) Participants..... | 2a(1)(B) | | |
| (C) Others (including rollovers)..... | 2a(1)(C) | | |
| (2) Noncash contributions..... | 2a(2) | | |
| (3) Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2)..... | 2a(3) | | |
| b Earnings on investments: | | | |
| (1) Interest: | | | |
| (A) Interest-bearing cash (including money market accounts and certificates of deposit)..... | 2b(1)(A) | | |
| (B) U.S. Government securities..... | 2b(1)(B) | 14043 | |
| (C) Corporate debt instruments..... | 2b(1)(C) | 55371 | |
| (D) Loans (other than to participants)..... | 2b(1)(D) | | |
| (E) Participant loans..... | 2b(1)(E) | | |
| (F) Other..... | 2b(1)(F) | 126691 | |
| (G) Total interest. Add lines 2b(1)(A) through (F)..... | 2b(1)(G) | | 196105 |
| (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) | | |
| (D) Total dividends. Add lines 2b(2)(A), (B), and (C)..... | 2b(2)(D) | | |
| (3) Rents..... | 2b(3) | | |
| (4) Net gain (loss) on sale of assets: | | | |
| (A) Aggregate proceeds..... | 2b(4)(A) | 38914612 | |
| (B) Aggregate carrying amount (see instructions)..... | 2b(4)(B) | 39482661 | |
| (C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result..... | 2b(4)(C) | | |
| (5) Unrealized appreciation (depreciation) of assets: | | | |
| (A) Real estate..... | 2b(5)(A) | | |
| (B) Other..... | 2b(5)(B) | | |
| (C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)..... | 2b(5)(C) | | |

| | | (a) Amount | (b) Total |
|---|--------|------------|-----------|
| (6) Net investment gain (loss) from common/collective trusts | 2b(6) | | |
| (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) | | -317953 |
| c Other income | 2c | | |
| d Total income. Add all income amounts in column (b) and enter total | 2d | | -689897 |
| Expenses | | | |
| e Benefit payment and payments to provide benefits: | | | |
| (1) Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 73391012 | |
| (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) | | 73391012 |
| f Corrective distributions (see instructions) | 2f | | |
| g Certain deemed distributions of participant loans (see instructions) | 2g | | |
| h Interest expense | 2h | | 4334 |
| i Administrative expenses: (1) Professional fees | 2i(1) | 47484 | |
| (2) Contract administrator fees..... | 2i(2) | 11693 | |
| (3) Investment advisory and management fees | 2i(3) | 31134 | |
| (4) Other | 2i(4) | | |
| (5) Total administrative expenses. Add lines 2i(1) through (4)..... | 2i(5) | | 90311 |
| j Total expenses. Add all expense amounts in column (b) and enter total | 2j | | 73485657 |
| Net Income and Reconciliation | | | |
| k Net income (loss). Subtract line 2j from line 2d..... | 2k | | -74175554 |
| l Transfers of assets: | | | |
| (1) To this plan | 2l(1) | | 35918081 |
| (2) From this plan..... | 2l(2) | | 35914088 |

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: **WEAVER AND TIDWELL, LLP**

(2) EIN: **75-0786316**

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?..... | 4e | X | | 10000000 |
| f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? | 4f | | X | |
| g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? | 4g | | X | |
| h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?..... | 4h | | X | |
| i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)..... | 4i | | X | |
| j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)..... | 4j | X | | |
| k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? | 4k | X | | |
| l Has the plan failed to provide any benefit when due under the plan? | 4l | | X | |
| m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) | 4m | | X | |
| n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. | 4n | | X | |

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... Yes No
 If "Yes," enter the amount of any plan assets that reverted to the employer this year 0.

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) |
|--|--------------|-------------|
| BAKER BOTTS L.L.P. PARTNER RETIREMENT PLAN A | 74-1195457 | 078 |
| | | |
| | | |
| | | |

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 457166.

| | | |
|--|---|---|
| SCHEDULE R (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small> | 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. | <small>OMB No. 1210-0110</small> 2022 This Form is Open to Public Inspection. |
|--|---|---|

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 07/31/2022

| | | |
|---|--|------------|
| A Name of plan <u>BAKER BOTTS L.L.P. PARTNER RETIREMENT PLAN - PLAN B</u> | B Three-digit plan number (PN) ▶ | <u>079</u> |
| C Plan sponsor's name as shown on line 2a of Form 5500 <u>BAKER BOTTS L.L.P</u> | D Employer Identification Number (EIN) <u>74-1195457</u> | |

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....

| | |
|---|--|
| 1 | |
|---|--|

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):
 EIN(s): 36-3046063

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 | 201 |
|---|-----|

| | |
|----------------|---|
| 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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (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: <input type="checkbox"/> last contributing employer <input type="checkbox"/> alternative <input type="checkbox"/> reasonable approximation (see instructions for required attachment)..... | 14a | |
| b The plan year immediately preceding the current plan year. <input type="checkbox"/> 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. <input type="checkbox"/> 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 _____

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Financial Report

July 31, 2022 and December 31, 2021

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All other schedules required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 are omitted because of the absence of the conditions under which they would apply.

Independent Auditor's Report

To the Plan Administrator of
Baker Botts L.L.P. Partner Retirement Plan – Plan B
Houston, Texas

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

We have performed audits of the financial statements of Baker Botts L.L.P. Partner Retirement Plan – Plan B (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 statements of net assets available for benefits (liquidation basis) as of July 31, 2022 and December 31, 2021, and the related statements of changes in net assets available for benefits (liquidation basis) for the period ended July 31, 2022 and for the year ended December 31, 2021, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits 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 (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of July 31, 2022 and December 31, 2021, and for the period ended July 31, 2022 and for the year ended December 31, 2021, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audits 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 accompanying 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 (US GAAP).
- the information in the accompanying 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).

The Plan Administrator of
Baker Botts L.L.P. Partner Retirement Plan – Plan B

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (US 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 audits. 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.

Emphasis of Matter - Terminating Plan and Liquidation Basis of Accounting

As further discussed in Note 2 to the financial statements, Baker Botts, L.L.P. voted on December 17, 2021, to terminate the Plan and management determined liquidation is imminent. As a result, the Plan changed its basis of accounting to the liquidation basis. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with US GAAP, 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 issued (or when applicable, 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 US 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 judgement made by a reasonable user based on the financial statements.

In performing an audit in accordance with US 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 audits 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 US GAAP.

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

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 — Supplementary Information Required by ERISA

The supplementary information listed in the table of contents as of and for the period ended July 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. 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 supplementary information, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with US GAAS. For information included in the supplementary information that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

The Plan Administrator of
Baker Botts L.L.P. Partner Retirement Plan – Plan B

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

In our opinion

- the form and content of the supplementary information, other than the information in the supplementary information that agrees to or is derived from the certified investment information, are presented, in all material respects, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplementary information 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).

Weaver and Tidwell, L.L.P.

WEAVER AND TIDWELL, L.L.P.

Houston, Texas
May 4, 2023

Baker Botts L.L.P. Partner Retirement Plan – Plan B
 Statements of Net Assets Available for Benefits (Liquidation Basis)
 July 31, 2022 and December 31, 2021

| | July 31, 2022 | December 31, 2021 |
|--|----------------------|------------------------------|
| ASSETS | | |
| Investments, at fair value | | |
| Mutual funds | \$ - | \$ 12,855,758 |
| Money market funds | - | 12,031,713 |
| Corporate bonds | - | 22,509,931 |
| Corporate stocks | - | 11,372,271 |
| U.S. Government securities | - | 15,199,095 |
| | - | 73,968,768 |
| Receivables | | |
| Accrued income | - | 202,793 |
| | - | 202,793 |
| | - | 202,793 |
| NET ASSETS AVAILABLE FOR BENEFITS | \$ - | \$ 74,171,561 |

The Notes to Financial Statements are an integral part of these statements.

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Statements of Changes in Net Assets Available for Benefits (Liquidation Basis)
Period Ended July 31, 2022 and Year Ended December 31, 2021

| | July 31, 2022 | December 31, 2021 |
|--|---------------|----------------------|
| ADDITIONS | | |
| Investment income | | |
| Net appreciation in fair value of investments | \$ - | \$ 2,478,446 |
| Interest and dividends | 364,466 | 1,667,286 |
| | 364,466 | 4,145,732 |
| Total additions | 364,466 | 4,145,732 |
| DEDUCTIONS | | |
| Net depreciation in fair value of investments | 1,054,361 | - |
| Benefits paid directly to participants | 73,391,014 | 8,020,273 |
| Administrative expenses | 90,311 | 694,029 |
| Other expenses | 4,334 | - |
| | 74,540,020 | 8,714,302 |
| Total deductions | 74,540,020 | 8,714,302 |
| Net decrease before transfer | (74,175,554) | (4,568,570) |
| Transfer from Plan A | 3,993 | 551 |
| | (74,171,561) | (4,568,019) |
| Net decrease after transfer | (74,171,561) | (4,568,019) |
| NET ASSETS AVAILABLE FOR BENEFITS, beginning of period and year | 74,171,561 | 78,739,580 |
| NET ASSETS AVAILABLE FOR BENEFITS, end of period and year | \$ - | \$ 74,171,561 |

The Notes to Financial Statements are an integral part of these statements.

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Notes to Financial Statements

Note 1. Description of the Plan

The following description of the Baker Botts L.L.P. Partner Retirement Plan – Plan B (the Plan) provides only general information. Participants should refer to the *Plan document* and trust agreement for a more complete description of the Plan's provisions, which is available from Plan management.

General

The Plan, established by Baker Botts L.L.P. (the Firm) on January 1, 2012, is a cash balance defined benefit pension plan. All Partners of the Firm become participants of the Plan on the January 1st coincident with or next following the date the Partner joins the Firm as an Eligible Partner during a plan year (which is a calendar year). An Eligible Partner is either a U.S. citizen or a U.S. resident and identified, as of December 31st, on one of the schedules of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Effective July 12, 2021, a Plan amendment was adopted to freeze all participation in the Plan. Any individual who is not a participant as of an entry date on or before January 1, 2021 shall not be eligible to participate in the Plan.

The Firm is the plan sponsor of the Plan. The Plan is administered by the Administrative Committee of the Firm (Plan Administrator), which is the ERISA fiduciary that is responsible for oversight of the Plan other than with respect to the Plan assets. The Investment Committee of the Firm is the ERISA fiduciary that determines the appropriate manner for investing the Plan assets held in the Trust Fund, including the appointment of an investment adviser under Section 3(21) of ERISA and a qualified investment manager under Section 3(38) of ERISA.

On December 17, 2021, the Firm determined to terminate the Plan and the Executive Committee approved a termination date of February 28, 2022. Participants were notified that all accounts under the Plan were to be distributed as an annuity or a single lump sum payment either directly or by rollover into a participant's IRA or the Firm's 401(k) Savings Plan.

Participant Accounts

The Plan establishes a notional cash balance account for each participant in the Plan. As of the last day of the plan year, each participant's account receives a cash balance credit based on the Plan formula and each participant's designated level of participation in the Plan. A participant's account shall also receive an interest credit based on the participant's account balance as of January 1st of the plan year and prior to the participant's account being increased by a cash balance credit for that plan year. The Plan Administrator of the Plan shall determine a basic interest credit and a maximum interest credit, as defined in the Plan document, on behalf of each participant.

For any calendar year in which a Plan distribution is made to a participant or beneficiary, the interest credit shall cease as of the last day of the calendar year immediately preceding the calendar year in which the distribution is made.

Effective July 12, 2021, a Plan amendment was adopted under which benefit accruals ceased. No cash balance credit shall be credited to a participant's cash balance account for Plan years beginning after December 31, 2020.

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Notes to Financial Statements

Funding Policy

The Firm's formal funding policy is to contribute not less than the minimum required amount and not more than the maximum tax-deductible amount. The Plan has met the minimum funding requirements under ERISA for the period ended July 31, 2022 and for the year ended December 31, 2021.

Benefit Payments

Participants are entitled to receive Plan benefits following the earlier of (i) termination or (ii) attainment of normal retirement age (age 65). The normal form of benefit payment under the Plan is a life annuity or, in the case of married participant, a qualified joint and 50% survivor annuity (QJSA). Participants are also eligible to take an in-service distribution of their entire account balance at age 62.

Effective January 1, 2019, participants with vested benefits less than or equal to \$5,000 at termination will automatically receive a single lump-sum payment. Single Participants with vested benefits greater than \$5,000 at termination may elect to receive their Plan benefit in the optional form of payment of a single lump sum payment in lieu of the normal form of payment of a life annuity. Married participants with vested benefits greater than \$5,000 must receive their Plan benefit in the form of a QJSA unless the participant elects with written spousal consent to receive his or her benefit in the optional form of benefit of a single lump-sum payment or a 75% survivor annuity option.

For participants who die while employed by the Firm but who have not commenced benefit payments, their beneficiaries may elect to receive a 50% survivor annuity, if married to the participant at the time of his or her death, or a single lump sum payment equal to 100% of the participant's account.

Note 2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared on the liquidation basis of accounting in conformity with accounting principles generally accepted in the United States of America (US GAAP).

Use of Estimates

The preparation of financial statements in conformity with US GAAP requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisers, custodians, and insurance company. See Note 6 for discussion of fair value measurements.

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

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Notes to Financial Statements

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Firm and are excluded from these financial statements. Certain expenses incurred in connection with the general administration of the Plan that are paid by the Plan are recorded as deductions in the accompanying statement of changes in net assets available for benefits. In addition, certain investment related expenses are included in net appreciation (depreciation) of fair value of investments presented in the accompanying statement of changes in net assets available for benefits.

Plan Management's Review of Subsequent Events

The Plan has evaluated subsequent events through May 4, 2023, the date the financial statements were available to be issued.

Note 3. Certified Investments

Certain information related to investments and disclosed in the accompanying financial statements and ERISA-required supplementary information, including investments held at July 31, 2022 and December 31, 2021, and net appreciation (depreciation) in fair value of investments and interest and dividends for the period ended July 31, 2022 and for the year ended December 31, 2021, was obtained by management and agreed to or derived from information certified as complete and accurate by First State Trust Company, the trustee of the Plan.

Note 4. Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the services employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are accumulated based on employees' compensation during each year of credited service. The accumulated plan benefits for active employees will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances are included, to the extent they are deemed attributable to employee service rendered prior to the valuation date. Benefits to be provided via annuity contracts excluded from plan assets are excluded from accumulated plan benefits.

The actuarial present value of accumulated plan benefits is determined by the Plan's actuary, and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements, such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Notes to Financial Statements

The accumulated plan benefits information at January 1, 2022 were as follows:

| | |
|--|----------------------|
| Actuarial present value of accumulated plan benefits | |
| Vested benefits | |
| Active participants | \$ 71,174,015 |
| Terminated vested participants | 3,055,913 |
| Other participants | <u>-</u> |
| | 74,229,928 |
| Non-vested benefits | |
| | <u>-</u> |
| Total actuarial present value of accumulated plan benefits | <u>\$ 74,229,928</u> |

The change in the actuarial present value of accumulated plan benefits from January 1, 2021 to January 1, 2022 is attributable to the following:

| | |
|---|----------------------|
| Actuarial present value of accumulated plan benefits at | |
| January 1, 2021 | \$ 79,097,202 |
| Increase (decrease) during the year attributable to | |
| Benefit accumulated | - |
| Increase (decrease) for interest | 3,152,999 |
| Benefits paid | (8,020,273) |
| Assumption changes | <u>-</u> |
| Net decrease | <u>(4,867,274)</u> |
| Actuarial present value of accumulated plan benefits at | |
| January 1, 2022 | <u>\$ 74,229,928</u> |

The significant actuarial assumptions used in the Plan valuations as of January 1, 2022 were as follows:

| | |
|--------------------------|--|
| Interest crediting rate: | 3.50% |
| Retirement age rate: | 100% of employees are assumed to retire at age 65 , but no earlier than one year from the valuation date |
| Mortality: | IRS Static Mortality Table with separate tables for annuitants and non-annuitants |

These actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Notes to Financial Statements

Note 5. Plan Termination

The Employer has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

1. Annuity benefits which former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination.
2. Other vested benefits insured by the Pension Benefit Guaranty Corporation (PBGC), a U.S. governmental agency, up to the applicable limitations.
3. All other vested benefits (that is, vested benefits not insured by the PBGC).
4. All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivors' pensions. However, the PBGC does not guarantee all types of benefits under the Plan and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination.

Whether all participants receive their benefits, should the Plan terminate at some future time, will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the level of benefits guaranteed by the PBGC.

On December 17, 2021, the Firm determined to terminate the Plan. The Plan was fully liquidated as of July 31, 2022.

Note 6. Fair Value Measurements

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

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
- Level 2 Inputs to the valuation methodology include:
- Quoted prices for similar assets or liabilities in active markets;
 - Quoted prices for identical or similar assets or liabilities in inactive markets;
 - Inputs other than quoted prices that are observable for the asset or liability; and
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Notes to Financial Statements

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at July 31, 2022 and December 31, 2021.

Money market funds: Valued using the net asset value (NAV) of the fund shares.

Corporate and foreign bonds: Valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings. When quoted prices are not available for identical or similar bonds, the bond is valued under a discounted cash flows approach that maximizes observable inputs, such as current yields of similar instruments, but includes adjustments from certain risks that may not be observable, such as credit and liquidity risks or a broker quote if available.

Mutual funds and exchange traded funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

U.S. treasury and municipal obligations and U.S. government securities: Valued using pricing models maximizing the use of observable inputs for similar securities.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of July 31, 2022 and December 31, 2021:

| | July 31, 2022 | December 31, 2021 |
|-----------------------------|---------------|----------------------|
| Level 1: | | |
| Exchange traded funds | \$ - | \$ 11,372,271 |
| Mutual funds | - | 12,855,758 |
| U.S. Treasury obligations | - | 13,670,506 |
| U.S. Government agencies | - | 1,528,589 |
| Money market funds | - | 12,031,713 |
| | - | 51,458,837 |
| Level 2: | | |
| Corporate and foreign bonds | - | 22,195,723 |
| Municipal obligations | - | 314,208 |
| Investments at fair value | \$ - | \$ 73,968,768 |

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Notes to Financial Statements

Note 7. Risks and Uncertainties

The Plan invests in various investment securities that are exposed to various risks such as interest rates, market and credit risks. Market risks include global events, which could impact the value of investment securities, such as a pandemic or international conflict. Market values of investments may decline for a number of reasons, including changes in prevailing market and interest rates, increases in defaults and credit rating downgrades. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that some changes could materially affect the amounts reported in the statement of net assets available for benefits.

Plan contributions are determined and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimates and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Note 8. Tax Status

The Plan obtained its latest determination letter on December 7, 2020, 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 Internal Revenue Code and therefore not subject to tax. The Plan has been amended since the date of the last amendment covered by the above mentioned determination letter. However, Plan management believes that the Plan and related trust are currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

US GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 9. Related-Party and Party in Interest Transactions

Certain Plan investments are managed by First State Trust Company, the trustee for the Plan. Ernst & Young LLP provides actuarial and related services for the Plan. As described in Note 2, the Plan paid certain expenses related to plan operations and investment activity to various services providers. These transactions are party-in-interest transactions under ERISA.

Supplementary Information

Baker Botts L.L.P. Partner Retirement Plan – Plan B

Schedule H, Line 4j – Schedule of Reportable Transactions

Plan #079 / EIN: 74-1195457

July 31, 2022

The following category descriptions below explain how to interpret the attached schedule for the necessary elements needed for the Schedule H, Line 4j. The only format available from the Trustee is provided as attached. The description below describes how the provided schedule can be read to satisfy the reporting needs of the Schedule H, Line 4j.

Category 2 – Series of transactions with the same broker exceeds 5% of value.

- (a) Identity of party involved – First State Trust Company.
- (b) Description of assets – the “Asset Description” section identifies the fund name.
- (c) Purchase price – “Current Value” column.
- (d) Selling price - “Current Value” column.
- (e) Lease Rental – Not applicable.
- (f) Expenses incurred with transactions – “Trade Expense” column.
- (g) Cost of assets – “Cost of Assets” column.
- (h) Current value of assets on transaction date – “Current Value” column.
- (i) Net gain or loss – “Net Gain or Loss” column.

Category 3 – Series of transactions in same security exceeds 5% of value.

- (a) Identity of party involved – First State Trust Company.
- (b) Description of assets – the “Asset Description” section identifies the fund name.
- (c) Purchase price – “Current Value” column.
- (d) Selling price - “Current Value” column.
- (e) Lease Rental – Not applicable.
- (f) Expenses incurred with transactions – “Trade Expense” column.
- (g) Cost of assets – “Cost of Assets” column.
- (h) Current value of assets on transaction date – “Current Value” column.
- (i) Net gain or loss – “Net Gain or Loss” column.

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| BlackRock Floating Rate Income Port | | | | | | |
| 1,757.77 Units Bought On 12/31/2021 | 9.93000200 | | 17,454.66 | 17,454.66 | | 0.27% |
| 195,979.899 Units Bought On 01/07/2022 | 9.95000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 30.69% |
| 384,217.215 Units Bought On 01/27/2022 | 9.94000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 60.12% |
| 2,049.009 Units Bought On 01/31/2022 | 9.92000000 | | 20,326.17 | 20,326.17 | | 0.32% |
| 1,223,768.812 Units Sold On 02/16/2022 | 9.87999900 | 0.00 | 12,253,726.70 | 12,090,835.86 | -162,890.84 | 190.32% |
| | | | | 17,897,735.81 | -162,890.84 | 281.73% |
| FDIC Bank Deposit Fund | | | | | | |
| 17,879,898.56 Units Bought In 8 Transactions | 100.00000000 | | 17,879,898.56 | 17,879,898.56 | | 281.45% |
| 17,879,919.7 Units Sold In 4 Transactions | 100.00000000 | | 17,879,919.70 | 17,879,919.70 | 0.00 | 281.45% |
| | | | | 35,759,818.26 | 0.00 | 562.89% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,352,886.79

(5 % = 317,644.34)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| * No Broker Specified * | | | | | | |
| BlackRock Floating Rate Income Port | | | | | | |
| 1,757.77 Units Bought On 12/31/2021 | 9.93000200 | | 17,454.66 | 17,454.66 | | 0.27% |
| 195,979.899 Units Bought On 01/07/2022 | 9.95000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 30.69% |
| 384,217.215 Units Bought On 01/27/2022 | 9.94000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 60.12% |
| 2,049.009 Units Bought On 01/31/2022 | 9.92000000 | | 20,326.17 | 20,326.17 | | 0.32% |
| 1,223,768.812 Units Sold On 02/16/2022 | 9.87999900 | 0.00 | 12,253,726.70 | 12,090,835.86 | -162,890.84 | 190.32% |
| | | | | 17,897,735.81 | -162,890.84 | 281.73% |
| FDIC Bank Deposit Fund | | | | | | |
| 17,879,898.56 Units Bought In 8 Transactions | 100.00000000 | | 17,879,898.56 | 17,879,898.56 | | 281.45% |
| 17,879,919.7 Units Sold In 4 Transactions | 100.00000000 | | 17,879,919.70 | 17,879,919.70 | 0.00 | 281.45% |
| | | | | 35,759,818.26 | 0.00 | 562.89% |
| | | | | 53,657,554.07 | -162,890.84 | 844.62% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,352,886.7

(5 % = 317,644.34)

END OF REPORT

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| FDIC Bank Deposit Fund | | | | | | |
| 18,028,974.19 Units Bought In 8 Transactions | 100.00000000 | | 18,028,974.19 | 18,028,974.19 | | 277.24% |
| 18,028,995.33 Units Sold In 4 Transactions | 100.00000000 | | 18,028,995.33 | 18,028,995.33 | 0.00 | 277.24% |
| | | | | 36,057,969.52 | 0.00 | 554.49% |
| MassMutual Global Floating Rate Fund Class Y | | | | | | |
| 2,051.432 Units Bought On 12/31/2021 | 9.37999800 | | 19,242.43 | 19,242.43 | | 0.30% |
| 207,446.808 Units Bought On 01/07/2022 | 9.40000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 29.99% |
| 406,289.268 Units Bought On 01/27/2022 | 9.40000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 58.73% |
| 2,597.222 Units Bought On 01/31/2022 | 9.37999900 | | 24,361.94 | 24,361.94 | | 0.37% |
| 2,030.638 Units Bought On 02/15/2022 | 9.29000100 | | 18,864.63 | 18,864.63 | | 0.29% |
| 0.341 Unit Bought On 03/31/2022 | 9.26686200 | | 3.16 | 3.16 | | 0.00% |
| 0.001 Unit Bought On 04/30/2022 | 10.00000000 | | 0.01 | 0.01 | | 0.00% |
| 0.342 Unit Sold On 05/18/2022 | 8.94736800 | 0.00 | 3.17 | 3.06 | -0.11 | 0.00% |
| 2,030.638 Units Sold On 03/02/2022 | 9.27999900 | 0.00 | 18,864.63 | 18,844.32 | -20.31 | 0.29% |
| 1,311,656.813 Units Sold On 02/17/2022 | 9.32999900 | 0.00 | 12,247,474.05 | 12,237,758.06 | -9,715.99 | 188.19% |
| | | | | 18,088,196.73 | -9,736.41 | 278.15% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,502,913.28

(5 % = 325,145.66)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| * No Broker Specified * | | | | | | |
| FDIC Bank Deposit Fund | | | | | | |
| 18,028,974.19 Units Bought In 8 Transactions | 100.00000000 | | 18,028,974.19 | 18,028,974.19 | | 277.24% |
| 18,028,995.33 Units Sold In 4 Transactions | 100.00000000 | | 18,028,995.33 | 18,028,995.33 | 0.00 | 277.24% |
| | | | | 36,057,969.52 | 0.00 | 554.49% |
| MassMutual Global Floating Rate Fund Class Y | | | | | | |
| 2,051.432 Units Bought On 12/31/2021 | 9.37999800 | | 19,242.43 | 19,242.43 | | 0.30% |
| 207,446.808 Units Bought On 01/07/2022 | 9.40000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 29.99% |
| 406,289.268 Units Bought On 01/27/2022 | 9.40000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 58.73% |
| 2,597.222 Units Bought On 01/31/2022 | 9.37999900 | | 24,361.94 | 24,361.94 | | 0.37% |
| 2,030.638 Units Bought On 02/15/2022 | 9.29000100 | | 18,864.63 | 18,864.63 | | 0.29% |
| 0.341 Unit Bought On 03/31/2022 | 9.26686200 | | 3.16 | 3.16 | | 0.00% |
| 0.001 Unit Bought On 04/30/2022 | 10.00000000 | | 0.01 | 0.01 | | 0.00% |
| 0.342 Unit Sold On 05/18/2022 | 8.94736800 | 0.00 | 3.17 | 3.06 | -0.11 | 0.00% |
| 2,030.638 Units Sold On 03/02/2022 | 9.27999900 | 0.00 | 18,864.63 | 18,844.32 | -20.31 | 0.29% |
| 1,311,656.813 Units Sold On 02/17/2022 | 9.32999900 | 0.00 | 12,247,474.05 | 12,237,758.06 | -9,715.99 | 188.19% |
| | | | | 18,088,196.73 | -9,736.41 | 278.15% |
| | | | | 54,146,166.25 | -9,736.41 | 832.64% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,502,913.2

(5 % = 325,145.66)

END OF REPORT

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| FDIC Bank Deposit Fund | | | | | | |
| 39,152,132.18 Units Bought In 32 Transactions | 100.00000000 | | 39,152,132.18 | 39,152,132.18 | | 79.21% |
| 50,870,125.35 Units Sold In 14 Transactions | 100.00000000 | | 50,870,125.35 | 50,870,125.35 | 0.00 | 102.92% |
| | | | | 90,022,257.53 | 0.00 | 182.13% |
| United States Treas Nts 0.2500% 08/31/25 | | | | | | |
| 831,000 Units Sold On 01/11/2022 | 96.13250000 | 0.00 | 816,534.55 | 798,861.08 | -17,673.47 | 1.62% |
| 2,571,000 Units Sold On 01/31/2022 | 95.68320000 | 0.00 | 2,526,245.89 | 2,460,017.64 | -66,228.25 | 4.98% |
| | | | | 3,258,878.72 | -83,901.72 | 6.59% |
| United States Treas Nts 1.2500% 12/31/26 | | | | | | |
| 1,304,000 Units Bought On 01/04/2022 | 99.42600000 | 0.00 | 1,296,516.34 | 1,296,516.34 | | 2.62% |
| 1,304,000 Units Sold On 01/25/2022 | 98.51140000 | 0.00 | 1,296,516.34 | 1,284,588.66 | -11,927.68 | 2.60% |
| | | | | 2,581,105.00 | -11,927.68 | 5.22% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 49,427,019.42

(5 % = 2,471,350.97)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| * No Broker Specified * | | | | | | |
| FDIC Bank Deposit Fund | | | | | | |
| 39,152,132.18 Units Bought In 32 Transactions | 100.00000000 | | 39,152,132.18 | 39,152,132.18 | | 79.21% |
| 50,870,125.35 Units Sold In 14 Transactions | 100.00000000 | | 50,870,125.35 | 50,870,125.35 | 0.00 | 102.92% |
| | | | | 90,022,257.53 | 0.00 | 182.13% |
| | | | | 90,022,257.53 | 0.00 | 182.13% |
| Dean Witter Reynolds Inc | | | | | | |
| United States Treas Nts 0.2500% 08/31/25 | | | | | | |
| 2,571,000 Units Sold On 01/31/2022 | 95.68320000 | 0.00 | 2,526,245.89 | 2,460,017.64 | -66,228.25 | 4.98% |
| 831,000 Units Sold On 01/11/2022 | 96.13250000 | 0.00 | 816,534.55 | 798,861.08 | -17,673.47 | 1.62% |
| | | | | 3,258,878.72 | -83,901.72 | 6.59% |
| United States Treas Nts 1.2500% 12/31/26 | | | | | | |
| 1,304,000 Units Bought On 01/04/2022 | 99.42600000 | 0.00 | 1,296,516.34 | 1,296,516.34 | | 2.62% |
| 1,304,000 Units Sold On 01/25/2022 | 98.51140000 | 0.00 | 1,296,516.34 | 1,284,588.66 | -11,927.68 | 2.60% |
| | | | | 2,581,105.00 | -11,927.68 | 5.22% |
| | | | | 5,839,983.72 | -95,829.40 | 11.82% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 49,427,019.42

(5 % = 2,471,350.97)

END OF REPORT

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| FDIC Bank Deposit Fund | | | | | | |
| 11,238,698.27 Units Bought In 6 Transactions | 100.00000000 | | 11,238,698.27 | 11,238,698.27 | | 96.17% |
| 11,552,376.03 Units Sold In 5 Transactions | 100.00000000 | | 11,552,376.03 | 11,552,376.03 | 0.00 | 98.86% |
| | | | | 22,791,074.30 | 0.00 | 195.03% |
| Financial Select Sector SPDR | | | | | | |
| 18,964 Units Sold On 01/20/2022 | 39.69539700 | 0.00 | 451,389.02 | 752,783.52 | 301,394.50 | 6.44% |
| 9,067 Units Sold On 01/03/2022 | 39.55609700 | 0.00 | 215,816.51 | 358,655.14 | 142,838.63 | 3.07% |
| | | | | 1,111,438.66 | 444,233.13 | 9.51% |
| Health Care Select Sector SPDR | | | | | | |
| 2,986 Units Sold On 01/03/2022 | 138.66439000 | 0.00 | 292,400.67 | 414,051.87 | 121,651.20 | 3.54% |
| 5,408 Units Sold On 01/20/2022 | 133.06372000 | 0.00 | 529,572.28 | 719,608.60 | 190,036.32 | 6.16% |
| | | | | 1,133,660.47 | 311,687.52 | 9.70% |
| iShares Core MSCI Europe | | | | | | |
| 9,851 Units Sold On 01/20/2022 | 57.87060500 | 0.00 | 573,704.65 | 570,083.33 | -3,621.32 | 4.88% |
| 4,512 Units Sold On 01/03/2022 | 58.53009900 | 0.00 | 262,770.82 | 264,087.81 | 1,316.99 | 2.26% |
| | | | | 834,171.14 | -2,304.33 | 7.14% |
| Select Sector Spdr Tr Communication | | | | | | |
| 4,210 Units Sold On 01/03/2022 | 78.23520100 | 0.00 | 224,807.00 | 329,370.20 | 104,563.20 | 2.82% |
| 9,587 Units Sold On 01/20/2022 | 76.41381000 | 0.00 | 511,929.86 | 732,579.20 | 220,649.34 | 6.27% |
| | | | | 1,061,949.40 | 325,212.54 | 9.09% |
| SELECT SECTOR SPDR TR SBI CONS DISCR | | | | | | |
| 3,595 Units Sold On 01/20/2022 | 191.88852000 | 0.00 | 501,484.34 | 689,839.23 | 188,354.89 | 5.90% |
| 1,861 Units Sold On 01/03/2022 | 208.65083200 | 0.00 | 259,600.10 | 388,299.20 | 128,699.10 | 3.32% |
| | | | | 1,078,138.43 | 317,053.99 | 9.23% |
| Technology Select Sector Spdr | | | | | | |
| 4,392 Units Sold On 01/03/2022 | 175.04540500 | 0.00 | 462,201.02 | 768,799.42 | 306,598.40 | 6.58% |

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| 7,854 Units Sold On 01/20/2022 | 162.32767100 | 0.00 | 826,531.61 | 1,274,921.53 | 448,389.92 | 10.91% |
| | | | | 2,043,720.95 | 754,988.32 | 17.49% |
| Vanguard FTSE All World Ex US Index Fund | | | | | | |
| 21,851 Units Sold On 01/20/2022 | 61.79018400 | 0.00 | 1,150,109.60 | 1,350,177.33 | 200,067.73 | 11.55% |
| 9,793 Units Sold On 01/03/2022 | 61.57418500 | 0.00 | 515,446.58 | 602,996.00 | 87,549.42 | 5.16% |
| | | | | 1,953,173.33 | 287,617.15 | 16.71% |
| Vanguard Intl Ind Fd Pac | | | | | | |
| 4,217 Units Sold On 01/03/2022 | 78.05370100 | 0.00 | 320,399.49 | 329,152.46 | 8,752.97 | 2.82% |
| 9,845 Units Sold On 01/20/2022 | 77.31750500 | 0.00 | 748,004.02 | 761,190.84 | 13,186.82 | 6.51% |
| | | | | 1,090,343.30 | 21,939.79 | 9.33% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 11,685,948.98

(5 % = 584,297.45)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| * No Broker Specified * | | | | | | |
| FDIC Bank Deposit Fund | | | | | | |
| 11,238,698.27 Units Bought In 6 Transactions | 100.00000000 | | 11,238,698.27 | 11,238,698.27 | | 96.17% |
| 11,552,376.03 Units Sold In 5 Transactions | 100.00000000 | | 11,552,376.03 | 11,552,376.03 | 0.00 | 98.86% |
| | | | | 22,791,074.30 | 0.00 | 195.03% |
| | | | | 22,791,074.30 | 0.00 | 195.03% |
| Dean Witter Reynolds Inc | | | | | | |
| Financial Select Sector SPDR | | | | | | |
| 9,067 Units Sold On 01/03/2022 | 39.55609700 | 0.00 | 215,816.51 | 358,655.14 | 142,838.63 | 3.07% |
| 18,964 Units Sold On 01/20/2022 | 39.69539700 | 0.00 | 451,389.02 | 752,783.52 | 301,394.50 | 6.44% |
| | | | | 1,111,438.66 | 444,233.13 | 9.51% |
| Health Care Select Sector SPDR | | | | | | |
| 2,986 Units Sold On 01/03/2022 | 138.66439000 | 0.00 | 292,400.67 | 414,051.87 | 121,651.20 | 3.54% |
| 5,408 Units Sold On 01/20/2022 | 133.06372000 | 0.00 | 529,572.28 | 719,608.60 | 190,036.32 | 6.16% |
| | | | | 1,133,660.47 | 311,687.52 | 9.70% |
| iShares Core MSCI Europe | | | | | | |
| 4,512 Units Sold On 01/03/2022 | 58.53009900 | 0.00 | 262,770.82 | 264,087.81 | 1,316.99 | 2.26% |
| 9,851 Units Sold On 01/20/2022 | 57.87060500 | 0.00 | 573,704.65 | 570,083.33 | -3,621.32 | 4.88% |
| | | | | 834,171.14 | -2,304.33 | 7.14% |
| Select Sector Spdr Tr Communication | | | | | | |
| 4,210 Units Sold On 01/03/2022 | 78.23520100 | 0.00 | 224,807.00 | 329,370.20 | 104,563.20 | 2.82% |
| 9,587 Units Sold On 01/20/2022 | 76.41381000 | 0.00 | 511,929.86 | 732,579.20 | 220,649.34 | 6.27% |
| | | | | 1,061,949.40 | 325,212.54 | 9.09% |
| SELECT SECTOR SPDR TR SBI CONS DISCR | | | | | | |
| 1,861 Units Sold On 01/03/2022 | 208.65083200 | 0.00 | 259,600.10 | 388,299.20 | 128,699.10 | 3.32% |
| 3,595 Units Sold On 01/20/2022 | 191.88852000 | 0.00 | 501,484.34 | 689,839.23 | 188,354.89 | 5.90% |
| | | | | 1,078,138.43 | 317,053.99 | 9.23% |
| Technology Select Sector Spdr | | | | | | |

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| 4,392 Units Sold On 01/03/2022 | 175.04540500 | 0.00 | 462,201.02 | 768,799.42 | 306,598.40 | 6.58% |
| 7,854 Units Sold On 01/20/2022 | 162.32767100 | 0.00 | 826,531.61 | 1,274,921.53 | 448,389.92 | 10.91% |
| | | | | 2,043,720.95 | 754,988.32 | 17.49% |
| Vanguard FTSE All World Ex US Index Fund | | | | | | |
| 9,793 Units Sold On 01/03/2022 | 61.57418500 | 0.00 | 515,446.58 | 602,996.00 | 87,549.42 | 5.16% |
| 21,851 Units Sold On 01/20/2022 | 61.79018400 | 0.00 | 1,150,109.60 | 1,350,177.33 | 200,067.73 | 11.55% |
| | | | | 1,953,173.33 | 287,617.15 | 16.71% |
| Vanguard Intl Ind Fd Pac | | | | | | |
| 4,217 Units Sold On 01/03/2022 | 78.05370100 | 0.00 | 320,399.49 | 329,152.46 | 8,752.97 | 2.82% |
| 9,845 Units Sold On 01/20/2022 | 77.31750500 | 0.00 | 748,004.02 | 761,190.84 | 13,186.82 | 6.51% |
| | | | | 1,090,343.30 | 21,939.79 | 9.33% |
| | | | | 10,306,595.68 | 2,460,428.11 | 88.20% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 11,685,948.98

(5 % = 584,297.45)

END OF REPORT

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

2022

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2022 or fiscal plan year beginning **01/01/2022** and ending **07/31/2022**


- 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 instr.)
- B** This return/report is: a single-employer plan a DFE (specify) _____
 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 BAKER BOTTS L.L.P. PARTNER RETIREMENT PLAN - PLAN B | 1b Three-digit plan number (PN) ▶ 079 |
| 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) BAKER BOTTS L.L.P. 910 LOUISIANA STREET HOUSTON TX 77002-4916 | 1c Effective date of plan 01/01/2012 |
| | 2b Employer Identification Number (EIN) 74-1195457 |
| | 2c Plan Sponsor's telephone number 713-229-1234 |
| | 2d Business code (see instructions) 541110 |

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 |  | 5-9-23 | JASON LODEN |
| | Signature of plan administrator | Date | Enter name of individual signing as plan administrator |
| SIGN HERE | | | |
| | Signature of employer/plan sponsor | Date | Enter name of individual signing as employer or plan sponsor |
| SIGN HERE | | | |
| | Signature of DFE | Date | Enter name of individual signing as DFE |

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

Form 5500 (2022)
v. 220413

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| BlackRock Floating Rate Income Port | | | | | | |
| 1,757.77 Units Bought On 12/31/2021 | 9.93000200 | | 17,454.66 | 17,454.66 | | 0.27% |
| 195,979.899 Units Bought On 01/07/2022 | 9.95000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 30.69% |
| 384,217.215 Units Bought On 01/27/2022 | 9.94000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 60.12% |
| 2,049.009 Units Bought On 01/31/2022 | 9.92000000 | | 20,326.17 | 20,326.17 | | 0.32% |
| 1,223,768.812 Units Sold On 02/16/2022 | 9.87999900 | 0.00 | 12,253,726.70 | 12,090,835.86 | -162,890.84 | 190.32% |
| | | | | 17,897,735.81 | -162,890.84 | 281.73% |
| FDIC Bank Deposit Fund | | | | | | |
| 17,879,898.56 Units Bought In 8 Transactions | 100.00000000 | | 17,879,898.56 | 17,879,898.56 | | 281.45% |
| 17,879,919.7 Units Sold In 4 Transactions | 100.00000000 | | 17,879,919.70 | 17,879,919.70 | 0.00 | 281.45% |
| | | | | 35,759,818.26 | 0.00 | 562.89% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,352,886.79

(5 % = 317,644.34)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| * No Broker Specified * | | | | | | |
| BlackRock Floating Rate Income Port | | | | | | |
| 1,757.77 Units Bought On 12/31/2021 | 9.93000200 | | 17,454.66 | 17,454.66 | | 0.27% |
| 195,979.899 Units Bought On 01/07/2022 | 9.95000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 30.69% |
| 384,217.215 Units Bought On 01/27/2022 | 9.94000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 60.12% |
| 2,049.009 Units Bought On 01/31/2022 | 9.92000000 | | 20,326.17 | 20,326.17 | | 0.32% |
| 1,223,768.812 Units Sold On 02/16/2022 | 9.87999900 | 0.00 | 12,253,726.70 | 12,090,835.86 | -162,890.84 | 190.32% |
| | | | | 17,897,735.81 | -162,890.84 | 281.73% |
| FDIC Bank Deposit Fund | | | | | | |
| 17,879,898.56 Units Bought In 8 Transactions | 100.00000000 | | 17,879,898.56 | 17,879,898.56 | | 281.45% |
| 17,879,919.7 Units Sold In 4 Transactions | 100.00000000 | | 17,879,919.70 | 17,879,919.70 | 0.00 | 281.45% |
| | | | | 35,759,818.26 | 0.00 | 562.89% |
| | | | | 53,657,554.07 | -162,890.84 | 844.62% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,352,886.7

(5 % = 317,644.34)

END OF REPORT

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| FDIC Bank Deposit Fund | | | | | | |
| 18,028,974.19 Units Bought In 8 Transactions | 100.00000000 | | 18,028,974.19 | 18,028,974.19 | | 277.24% |
| 18,028,995.33 Units Sold In 4 Transactions | 100.00000000 | | 18,028,995.33 | 18,028,995.33 | 0.00 | 277.24% |
| | | | | 36,057,969.52 | 0.00 | 554.49% |
| MassMutual Global Floating Rate Fund Class Y | | | | | | |
| 2,051.432 Units Bought On 12/31/2021 | 9.37999800 | | 19,242.43 | 19,242.43 | | 0.30% |
| 207,446.808 Units Bought On 01/07/2022 | 9.40000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 29.99% |
| 406,289.268 Units Bought On 01/27/2022 | 9.40000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 58.73% |
| 2,597.222 Units Bought On 01/31/2022 | 9.37999900 | | 24,361.94 | 24,361.94 | | 0.37% |
| 2,030.638 Units Bought On 02/15/2022 | 9.29000100 | | 18,864.63 | 18,864.63 | | 0.29% |
| 0.341 Unit Bought On 03/31/2022 | 9.26686200 | | 3.16 | 3.16 | | 0.00% |
| 0.001 Unit Bought On 04/30/2022 | 10.00000000 | | 0.01 | 0.01 | | 0.00% |
| 0.342 Unit Sold On 05/18/2022 | 8.94736800 | 0.00 | 3.17 | 3.06 | -0.11 | 0.00% |
| 2,030.638 Units Sold On 03/02/2022 | 9.27999900 | 0.00 | 18,864.63 | 18,844.32 | -20.31 | 0.29% |
| 1,311,656.813 Units Sold On 02/17/2022 | 9.32999900 | 0.00 | 12,247,474.05 | 12,237,758.06 | -9,715.99 | 188.19% |
| | | | | 18,088,196.73 | -9,736.41 | 278.15% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,502,913.28

(5 % = 325,145.66)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % |
|--|-------------------|------------------|---------------|---------------|---------------------|----------|
| | | | | | | Turnover |
| * No Broker Specified * | | | | | | |
| FDIC Bank Deposit Fund | | | | | | |
| 18,028,974.19 Units Bought In 8 Transactions | 100.00000000 | | 18,028,974.19 | 18,028,974.19 | | 277.24% |
| 18,028,995.33 Units Sold In 4 Transactions | 100.00000000 | | 18,028,995.33 | 18,028,995.33 | 0.00 | 277.24% |
| | | | | 36,057,969.52 | 0.00 | 554.49% |
| MassMutual Global Floating Rate Fund Class Y | | | | | | |
| 2,051.432 Units Bought On 12/31/2021 | 9.37999800 | | 19,242.43 | 19,242.43 | | 0.30% |
| 207,446.808 Units Bought On 01/07/2022 | 9.40000000 | 0.00 | 1,950,000.00 | 1,950,000.00 | | 29.99% |
| 406,289.268 Units Bought On 01/27/2022 | 9.40000000 | 0.00 | 3,819,119.12 | 3,819,119.12 | | 58.73% |
| 2,597.222 Units Bought On 01/31/2022 | 9.37999900 | | 24,361.94 | 24,361.94 | | 0.37% |
| 2,030.638 Units Bought On 02/15/2022 | 9.29000100 | | 18,864.63 | 18,864.63 | | 0.29% |
| 0.341 Unit Bought On 03/31/2022 | 9.26686200 | | 3.16 | 3.16 | | 0.00% |
| 0.001 Unit Bought On 04/30/2022 | 10.00000000 | | 0.01 | 0.01 | | 0.00% |
| 0.342 Unit Sold On 05/18/2022 | 8.94736800 | 0.00 | 3.17 | 3.06 | -0.11 | 0.00% |
| 2,030.638 Units Sold On 03/02/2022 | 9.27999900 | 0.00 | 18,864.63 | 18,844.32 | -20.31 | 0.29% |
| 1,311,656.813 Units Sold On 02/17/2022 | 9.32999900 | 0.00 | 12,247,474.05 | 12,237,758.06 | -9,715.99 | 188.19% |
| | | | | 18,088,196.73 | -9,736.41 | 278.15% |
| | | | | 54,146,166.25 | -9,736.41 | 832.64% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 6,502,913.2

(5 % = 325,145.66)

END OF REPORT

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % |
|---|-------------------|------------------|---------------|---------------|---------------------|---------|
| | | | | | | |
| FDIC Bank Deposit Fund | | | | | | |
| 39,152,132.18 Units Bought In 32 Transactions | 100.00000000 | | 39,152,132.18 | 39,152,132.18 | | 79.21% |
| 50,870,125.35 Units Sold In 14 Transactions | 100.00000000 | | 50,870,125.35 | 50,870,125.35 | 0.00 | 102.92% |
| | | | | 90,022,257.53 | 0.00 | 182.13% |
| United States Treas Nts 0.2500% 08/31/25 | | | | | | |
| 831,000 Units Sold On 01/11/2022 | 96.13250000 | 0.00 | 816,534.55 | 798,861.08 | -17,673.47 | 1.62% |
| 2,571,000 Units Sold On 01/31/2022 | 95.68320000 | 0.00 | 2,526,245.89 | 2,460,017.64 | -66,228.25 | 4.98% |
| | | | | 3,258,878.72 | -83,901.72 | 6.59% |
| United States Treas Nts 1.2500% 12/31/26 | | | | | | |
| 1,304,000 Units Bought On 01/04/2022 | 99.42600000 | 0.00 | 1,296,516.34 | 1,296,516.34 | | 2.62% |
| 1,304,000 Units Sold On 01/25/2022 | 98.51140000 | 0.00 | 1,296,516.34 | 1,284,588.66 | -11,927.68 | 2.60% |
| | | | | 2,581,105.00 | -11,927.68 | 5.22% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 49,427,019.42

(5 % = 2,471,350.97)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| * No Broker Specified * | | | | | | |
| FDIC Bank Deposit Fund | | | | | | |
| 39,152,132.18 Units Bought In 32 Transactions | 100.00000000 | | 39,152,132.18 | 39,152,132.18 | | 79.21% |
| 50,870,125.35 Units Sold In 14 Transactions | 100.00000000 | | 50,870,125.35 | 50,870,125.35 | 0.00 | 102.92% |
| | | | | 90,022,257.53 | 0.00 | 182.13% |
| | | | | 90,022,257.53 | 0.00 | 182.13% |
| Dean Witter Reynolds Inc | | | | | | |
| United States Treas Nts 0.2500% 08/31/25 | | | | | | |
| 2,571,000 Units Sold On 01/31/2022 | 95.68320000 | 0.00 | 2,526,245.89 | 2,460,017.64 | -66,228.25 | 4.98% |
| 831,000 Units Sold On 01/11/2022 | 96.13250000 | 0.00 | 816,534.55 | 798,861.08 | -17,673.47 | 1.62% |
| | | | | 3,258,878.72 | -83,901.72 | 6.59% |
| United States Treas Nts 1.2500% 12/31/26 | | | | | | |
| 1,304,000 Units Bought On 01/04/2022 | 99.42600000 | 0.00 | 1,296,516.34 | 1,296,516.34 | | 2.62% |
| 1,304,000 Units Sold On 01/25/2022 | 98.51140000 | 0.00 | 1,296,516.34 | 1,284,588.66 | -11,927.68 | 2.60% |
| | | | | 2,581,105.00 | -11,927.68 | 5.22% |
| | | | | 5,839,983.72 | -95,829.40 | 11.82% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 49,427,019.42

(5 % = 2,471,350.97)

END OF REPORT

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| FDIC Bank Deposit Fund | | | | | | |
| 11,238,698.27 Units Bought In 6 Transactions | 100.00000000 | | 11,238,698.27 | 11,238,698.27 | | 96.17% |
| 11,552,376.03 Units Sold In 5 Transactions | 100.00000000 | | 11,552,376.03 | 11,552,376.03 | 0.00 | 98.86% |
| | | | | 22,791,074.30 | 0.00 | 195.03% |
| Financial Select Sector SPDR | | | | | | |
| 18,964 Units Sold On 01/20/2022 | 39.69539700 | 0.00 | 451,389.02 | 752,783.52 | 301,394.50 | 6.44% |
| 9,067 Units Sold On 01/03/2022 | 39.55609700 | 0.00 | 215,816.51 | 358,655.14 | 142,838.63 | 3.07% |
| | | | | 1,111,438.66 | 444,233.13 | 9.51% |
| Health Care Select Sector SPDR | | | | | | |
| 2,986 Units Sold On 01/03/2022 | 138.66439000 | 0.00 | 292,400.67 | 414,051.87 | 121,651.20 | 3.54% |
| 5,408 Units Sold On 01/20/2022 | 133.06372000 | 0.00 | 529,572.28 | 719,608.60 | 190,036.32 | 6.16% |
| | | | | 1,133,660.47 | 311,687.52 | 9.70% |
| iShares Core MSCI Europe | | | | | | |
| 9,851 Units Sold On 01/20/2022 | 57.87060500 | 0.00 | 573,704.65 | 570,083.33 | -3,621.32 | 4.88% |
| 4,512 Units Sold On 01/03/2022 | 58.53009900 | 0.00 | 262,770.82 | 264,087.81 | 1,316.99 | 2.26% |
| | | | | 834,171.14 | -2,304.33 | 7.14% |
| Select Sector Spdr Tr Communication | | | | | | |
| 4,210 Units Sold On 01/03/2022 | 78.23520100 | 0.00 | 224,807.00 | 329,370.20 | 104,563.20 | 2.82% |
| 9,587 Units Sold On 01/20/2022 | 76.41381000 | 0.00 | 511,929.86 | 732,579.20 | 220,649.34 | 6.27% |
| | | | | 1,061,949.40 | 325,212.54 | 9.09% |
| SELECT SECTOR SPDR TR SBI CONS DISCR | | | | | | |
| 3,595 Units Sold On 01/20/2022 | 191.88852000 | 0.00 | 501,484.34 | 689,839.23 | 188,354.89 | 5.90% |
| 1,861 Units Sold On 01/03/2022 | 208.65083200 | 0.00 | 259,600.10 | 388,299.20 | 128,699.10 | 3.32% |
| | | | | 1,078,138.43 | 317,053.99 | 9.23% |
| Technology Select Sector Spdr | | | | | | |
| 4,392 Units Sold On 01/03/2022 | 175.04540500 | 0.00 | 462,201.02 | 768,799.42 | 306,598.40 | 6.58% |

Schedule of Reportable 5% Transactions

Reported By Issue

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| 7,854 Units Sold On 01/20/2022 | 162.32767100 | 0.00 | 826,531.61 | 1,274,921.53 | 448,389.92 | 10.91% |
| | | | | 2,043,720.95 | 754,988.32 | 17.49% |
| Vanguard FTSE All World Ex US Index Fund | | | | | | |
| 21,851 Units Sold On 01/20/2022 | 61.79018400 | 0.00 | 1,150,109.60 | 1,350,177.33 | 200,067.73 | 11.55% |
| 9,793 Units Sold On 01/03/2022 | 61.57418500 | 0.00 | 515,446.58 | 602,996.00 | 87,549.42 | 5.16% |
| | | | | 1,953,173.33 | 287,617.15 | 16.71% |
| Vanguard Intl Ind Fd Pac | | | | | | |
| 4,217 Units Sold On 01/03/2022 | 78.05370100 | 0.00 | 320,399.49 | 329,152.46 | 8,752.97 | 2.82% |
| 9,845 Units Sold On 01/20/2022 | 77.31750500 | 0.00 | 748,004.02 | 761,190.84 | 13,186.82 | 6.51% |
| | | | | 1,090,343.30 | 21,939.79 | 9.33% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 11,685,948.98

(5 % = 584,297.45)

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|--|-------------------|---------------|---------------|---------------|------------------|------------|
| * No Broker Specified * | | | | | | |
| FDIC Bank Deposit Fund | | | | | | |
| 11,238,698.27 Units Bought In 6 Transactions | 100.00000000 | | 11,238,698.27 | 11,238,698.27 | | 96.17% |
| 11,552,376.03 Units Sold In 5 Transactions | 100.00000000 | | 11,552,376.03 | 11,552,376.03 | 0.00 | 98.86% |
| | | | | 22,791,074.30 | 0.00 | 195.03% |
| | | | | 22,791,074.30 | 0.00 | 195.03% |
| Dean Witter Reynolds Inc | | | | | | |
| Financial Select Sector SPDR | | | | | | |
| 9,067 Units Sold On 01/03/2022 | 39.55609700 | 0.00 | 215,816.51 | 358,655.14 | 142,838.63 | 3.07% |
| 18,964 Units Sold On 01/20/2022 | 39.69539700 | 0.00 | 451,389.02 | 752,783.52 | 301,394.50 | 6.44% |
| | | | | 1,111,438.66 | 444,233.13 | 9.51% |
| Health Care Select Sector SPDR | | | | | | |
| 2,986 Units Sold On 01/03/2022 | 138.66439000 | 0.00 | 292,400.67 | 414,051.87 | 121,651.20 | 3.54% |
| 5,408 Units Sold On 01/20/2022 | 133.06372000 | 0.00 | 529,572.28 | 719,608.60 | 190,036.32 | 6.16% |
| | | | | 1,133,660.47 | 311,687.52 | 9.70% |
| iShares Core MSCI Europe | | | | | | |
| 4,512 Units Sold On 01/03/2022 | 58.53009900 | 0.00 | 262,770.82 | 264,087.81 | 1,316.99 | 2.26% |
| 9,851 Units Sold On 01/20/2022 | 57.87060500 | 0.00 | 573,704.65 | 570,083.33 | -3,621.32 | 4.88% |
| | | | | 834,171.14 | -2,304.33 | 7.14% |
| Select Sector Spdr Tr Communication | | | | | | |
| 4,210 Units Sold On 01/03/2022 | 78.23520100 | 0.00 | 224,807.00 | 329,370.20 | 104,563.20 | 2.82% |
| 9,587 Units Sold On 01/20/2022 | 76.41381000 | 0.00 | 511,929.86 | 732,579.20 | 220,649.34 | 6.27% |
| | | | | 1,061,949.40 | 325,212.54 | 9.09% |
| SELECT SECTOR SPDR TR SBI CONS DISCR | | | | | | |
| 1,861 Units Sold On 01/03/2022 | 208.65083200 | 0.00 | 259,600.10 | 388,299.20 | 128,699.10 | 3.32% |
| 3,595 Units Sold On 01/20/2022 | 191.88852000 | 0.00 | 501,484.34 | 689,839.23 | 188,354.89 | 5.90% |
| | | | | 1,078,138.43 | 317,053.99 | 9.23% |
| Technology Select Sector Spdr | | | | | | |

Schedule of Reportable 5% Transactions

Reported By Broker

| Asset Description | Buy or Sell Price | Trade Expense | Cost of Asset | Current Value | Net Gain or Loss | % Turnover |
|---|-------------------|---------------|---------------|---------------|------------------|------------|
| 4,392 Units Sold On 01/03/2022 | 175.04540500 | 0.00 | 462,201.02 | 768,799.42 | 306,598.40 | 6.58% |
| 7,854 Units Sold On 01/20/2022 | 162.32767100 | 0.00 | 826,531.61 | 1,274,921.53 | 448,389.92 | 10.91% |
| | | | | 2,043,720.95 | 754,988.32 | 17.49% |
| Vanguard FTSE All World Ex US Index Fund | | | | | | |
| 9,793 Units Sold On 01/03/2022 | 61.57418500 | 0.00 | 515,446.58 | 602,996.00 | 87,549.42 | 5.16% |
| 21,851 Units Sold On 01/20/2022 | 61.79018400 | 0.00 | 1,150,109.60 | 1,350,177.33 | 200,067.73 | 11.55% |
| | | | | 1,953,173.33 | 287,617.15 | 16.71% |
| Vanguard Intl Ind Fd Pac | | | | | | |
| 4,217 Units Sold On 01/03/2022 | 78.05370100 | 0.00 | 320,399.49 | 329,152.46 | 8,752.97 | 2.82% |
| 9,845 Units Sold On 01/20/2022 | 77.31750500 | 0.00 | 748,004.02 | 761,190.84 | 13,186.82 | 6.51% |
| | | | | 1,090,343.30 | 21,939.79 | 9.33% |
| | | | | 10,306,595.68 | 2,460,428.11 | 88.20% |

NOTE : TURNOVER % BASED ON THE 01/01/2022 MARKET VALUE (EXCLUDING ACCRUALS AND PENDING TRANSACTIONS) OF 11,685,948.98

(5 % = 584,297.45)

END OF REPORT