

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
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Part I	Annual Report Identification Information
For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022	
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 instructions.)☒ a single-employer plan☐ a DFE (specify) _____
B	This return/report is: ☐ the first return/report☐ the final return/report☒ an amended return/report☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558☐ automatic extension☐ the DFVC program☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information		
1a	Name of plan THE LINUX FOUNDATION 401(K) PLAN	1b	Three-digit plan number (PN) ▶ 001
		1c	Effective date of plan 01/01/2001
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) THE LINUX FOUNDATION 548 MARKET STREET PMB 57472 SAN FRANCISCO, CA 94104-5401	2b	Employer Identification Number (EIN) 46-0503801
		2c	Plan Sponsor's telephone number 415-793-9421
		2d	Business code (see instructions) 541990

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/16/2023	CASSANDRA HALLSTROM
	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

3a Plan administrator's name and address ☒ Same as Plan Sponsor		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name		4b EIN 4d PN
5 Total number of participants at the beginning of the plan year		5 268
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).		
a(1) Total number of active participants at the beginning of the plan year		6a(1) 204
a(2) Total number of active participants at the end of the plan year		6a(2) 249
b Retired or separated participants receiving benefits		6b 0
c Other retired or separated participants entitled to future benefits.....		6c 60
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 309
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 0
f Total. Add lines 6d and 6e		6f 309
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g 308
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h 14
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ 1 A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 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 A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance 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. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2022 This Form is Open to Public Inspection
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For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022	
A Name of plan THE LINUX FOUNDATION 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 THE LINUX FOUNDATION	D Employer Identification Number (EIN) 46-0503801

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier
VOYA RETIREMENT INSURANCE AND ANNUITY COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
71-0294708	86509	664FR8	309	01/01/2022	12/31/2022

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
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(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end..... **4** 372473**5** Current value of plan's interest under this contract in separate accounts at year end..... **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount..... **6d**
Specify nature of costs ▶**e** Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☒ other ▶ GROUP PENSION FUNDING**b** Balance at the end of the previous year **7b** 0**c** Additions: (1) Contributions deposited during the year **7c(1)** 63632
(2) Dividends and credits **7c(2)**
(3) Interest credited during the year **7c(3)** 583
(4) Transferred from separate account **7c(4)** 308219
(5) Other (specify below) **7c(5)** 76

▶ LOAN PRINCIPAL AND INTEREST PAYMENT

(6) Total additions **7c(6)** 372510**d** Total of balance and additions (add lines **7b** and **7c(6)**) **7d** 372510**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)**
(2) Administration charge made by carrier **7e(2)** 37
(3) Transferred to separate account **7e(3)**
(4) Other (specify below) **7e(4)**(5) Total deductions **7e(5)** 37**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**) **7f** 372473

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.	10b	

Specify nature of costs.

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2022
		This Form is Open to Public Inspection.

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan THE LINUX FOUNDATION 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE LINUX FOUNDATION	D Employer Identification Number (EIN) 46-0503801	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
VOYA RETIREMENT INSURANCE & ANNUITY
71-0294708

(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)

VOYA RETIREMENT INSURANCE & ANNUITY

71-0294708

(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?
64	SERVICE PROVIDER	10930	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

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

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

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

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 D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection.
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For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan THE LINUX FOUNDATION 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 THE LINUX FOUNDATION	D Employer Identification Number (EIN) 46-0503801	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: INVESCO STABLE VALUE TRUST - CLASS		
b Name of sponsor of entity listed in (a): INVESCO FUNDS		
c EIN-PN 84-1142974-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 5195857
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection
For calendar plan year 2022 or fiscal plan year beginning <u>01/01/2022</u> and ending <u>12/31/2022</u>		
A Name of plan <u>THE LINUX FOUNDATION 401(K) PLAN</u>		B Three-digit plan number (PN) ► <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>THE LINUX FOUNDATION</u>		D Employer Identification Number (EIN) <u>46-0503801</u>

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)	<u>1354771</u>	<u>0</u>
(2) Participant contributions.....	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants).....	1c(7)		
(8) Participant loans.....	1c(8)	<u>150656</u>	<u>165776</u>
(9) Value of interest in common/collective trusts.....	1c(9)	<u>4642000</u>	<u>5195857</u>
(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)	<u>42997763</u>	<u>40583495</u>
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	<u>0</u>	<u>372473</u>
(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	49145190	46317601

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	49145190	46317601
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	3527466	
(B) Participants	2a(1)(B)	3538829	
(C) Others (including rollovers)	2a(1)(C)	252470	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		7318765
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)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	8303	
(F) Other	2b(1)(F)	583	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		8886
(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)	893083	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		893083
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		43025
(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)		-8963260
c Other income	2c		-169
d Total income. Add all income amounts in column (b) and enter total	2d		-699670
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2076061	
(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)		2076061
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	51858	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		51858
j Total expenses. Add all expense amounts in column (b) and enter total	2j		2127919
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-2827589
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **HOFFMAN STEWART & SCHMIDT P**

(2) EIN: **93-0743240**

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

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

Part IV Compliance Questions

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

During the plan year:

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

	Yes	No	Amount
4a		X	

	Yes	No	Amount
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)			
4b		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)			
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)			
4d		X	
e Was this plan covered by a fidelity bond?	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?			
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.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)			
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 _____.

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

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

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

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection.
For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan THE LINUX FOUNDATION 401(K) PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 THE LINUX FOUNDATION		D Employer Identification Number (EIN) 46-0503801
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): 71-0294708		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....		6a
b Enter the amount contributed by the employer to the plan for this plan year.....		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock?..... ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2022 v. 220413		

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:	14a		
a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....		14b	
b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)			14c
c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)			
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:	15a		
a The corresponding number for the plan year immediately preceding the current plan year.....		15b	
b The corresponding number for the second preceding plan year.....			
16 Information with respect to any employers who withdrew from the plan during the preceding plan year:	16a		
a Enter the number of employers who withdrew during the preceding plan year		16b	
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.....			
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 _____

THE LINUX FOUNDATION 401(k) PLAN

FINANCIAL STATEMENTS

Years Ended December 31, 2022 and 2021

and

Supplemental Schedules

with

Independent Auditors' Report

THE LINUX FOUNDATION 401(k) PLAN

Table of Contents

	Page
Independent Auditors' Report	1
Financial Statements	
Statements of Net Assets Available for Benefits	5
Statements of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7
Supplemental Schedules	
Schedule H Line 4a - Schedule of Delinquent Participant Contributions	16
Schedule H Line 4i - Schedule of Assets (Held at End of Year) (Unaudited)	17

Independent Auditors' Report

Plan Administrator
The Linux Foundation 401(k) Plan

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

We have performed audits of the accompanying financial statements of The Linux Foundation 401(k) 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 as of December 31, 2022 and 2021, and the related statements of changes in net assets available for benefits for the years then ended, 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 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from qualified institutions as of and for the years ended December 31, 2022 and 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 financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the financial statements referred to above related to assets held by and certified to by qualified institutions agrees to, or is derived from, in all material respects, the information prepared and certified by institutions that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of The Linux Foundation 401(k) Plan and to meet our 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.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about The Linux Foundation 401(k) Plan's ability to continue as a going concern for one year after the date 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.

Auditors' 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 of the Financial Statements 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

Auditors' Responsibilities for the Audit of the Financial Statements - Continued

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of The Linux Foundation 401(k) 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 Linux Foundation 401(k) 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 certifications, comparing the certified information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Supplemental Schedules Required by ERISA

The supplemental schedules of delinquent participant contributions and of assets held at end of year as of or for the year ended December 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, 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 GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Hoffman, Stewart & Schmidt, P.C.

Lake Oswego, Oregon
October 10, 2023

THE LINUX FOUNDATION 401(k) PLAN
Statements of Net Assets Available for Benefits

December 31,	2022	2021
Assets:		
Investments, at fair value <i>(Notes 3 and 4)</i>	\$ 46,151,825	\$ 47,639,763
Receivables:		
Employer contributions receivable	1,607,456	1,354,771
Notes receivable from participants <i>(Note 3)</i>	<u>165,776</u>	<u>150,656</u>
Total receivables	<u>1,773,232</u>	<u>1,505,427</u>
Net assets available for benefits	<u>\$ 47,925,057</u>	<u>\$ 49,145,190</u>

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

THE LINUX FOUNDATION 401(k) PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31,	2022	2021
Additions:		
Contributions:		
Employer	\$ 5,133,493	\$ 4,129,080
Participants	3,538,829	2,943,149
Rollovers	252,470	682,713
Total contributions	8,924,792	7,754,942
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	(8,962,173)	4,769,854
Interest and dividends	936,231	926,699
Total investment income (loss) (Note 3)	(8,025,942)	5,696,553
Other income	-	129,719
Interest on notes receivable from participants (Note 3)	8,799	6,413
Total additions	907,649	13,587,627
Deductions:		
Benefits paid to participants	2,076,562	2,714,354
Other expenses	51,220	62,089
Total deductions	2,127,782	2,776,443
Net increase (decrease) in net assets available for benefits	(1,220,133)	10,811,184
Net assets available for benefits, beginning of year	49,145,190	38,334,006
Net assets available for benefits, end of year	\$ 47,925,057	\$ 49,145,190

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

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements

1. Plan Description

The following brief description of The Linux Foundation 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General - The Plan covers employees of The Linux Foundation (the Company) who meet certain eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended. The Plan Administrator is responsible for oversight of the Plan. The Plan Administrator determines the appropriateness of the Plan's investment offerings, monitors investment performance, and reports to the Company's board of directors.

As of July 29, 2022, the Plan's trustee is Voya Retirement Insurance and Annuity Company (Voya). Prior to July 29, 2022, Reliance Trust Company (Reliance) was the trustee. All participant account balances are held by the trustee. The participant directs the investment of all contributions and earnings or losses thereon, and may change their investment directive at any time.

Eligibility - Employees eligible to participate in the Plan are those who are at least 21 years of age and have completed 249 hours of service in a three-month period or 1,000 hours in a one year period. Entry dates are the first day of each month. An employee must be employed on the last day of the Plan year to be eligible for a profit-sharing contribution.

Contributions - Each year participants may contribute up to 90 percent of their annual pre-tax compensation, as defined in the Plan, subject to statutory limits. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). The Company contributes a discretionary match of participant contributions equal to 100 percent of the participant's elective contributions. The Company may also make profit sharing contributions based on a formula defined by the Plan. During the years ended December 31, 2022 and 2021, the discretionary matching contribution totaled \$3,516,340 and \$2,774,309, respectively. During the years ended December 31, 2022 and 2021, the profit-sharing contribution totaled \$1,617,153 and \$1,354,771, respectively.

Participant Accounts - Each participant's account is credited with the participant's contributions, the Company's discretionary matching and profit-sharing contributions, and Plan earnings or losses. Deducted from each participant's account are any distributions made to the participant and an allocation of the Plan's administrative expenses. Allocations are based on participant earnings or losses, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

1. Plan Description - Continued

Vesting - Participants are 100 percent vested in their contributions plus actual earnings thereon. Vesting in the Company's discretionary matching and profit-sharing contributions, plus earnings thereon, is based on years of continuous service. The vesting percentage for the Company's discretionary matching and profit-sharing contributions plus earnings thereon is as follows:

Years of Service	Percent Vested
0	- 0 - %
1	30
2	65
3	100

Forfeited Accounts - At December 31, 2022 and 2021, forfeited nonvested accounts totaled \$317,987 and \$130,773, respectively. These accounts will be used to restore rehired employees' previously forfeited account balances, pay Plan administrative expenses, and/or reduce employer contributions. During the years ended December 31, 2022 and 2021, \$1,429 and \$168,579, respectively, in forfeitures were used to offset employer matching contributions.

Notes Receivable from Participants - Participants may borrow from their accounts up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. Loans are secured by the balance of the participant's vested account. In accordance with the Plan provisions, the rate of interest on participant loans approximates current market rates and ranges between 4.25 and 7.25 percent as of December 31, 2022 and 2021, with maturities through 2048. The term of the loan may not exceed five years unless the proceeds of such loan are to be used to acquire any dwelling unit, which within a reasonable time is to be used as the principal residence of the participant. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits - Upon retirement, termination of service, death, or disability, a participant may elect to receive a lump-sum distribution of the entire vested account balance. Terminated participants whose account balance is \$5,000 or less will automatically receive a lump-sum distribution. Hardship distributions are available only for the purposes of meeting immediate and heavy financial needs.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

2. Summary of Significant Accounting Policies

Basis of Accounting - The financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates - The preparation of financial statements in accordance with GAAP requires the Plan Administrator to make estimates and assumptions that affect reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of additions to, and deductions from, net assets available for benefits during the reporting period. Actual results could differ from these 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 Administrator determines the Plan's valuation policies utilizing information provided by the trustees. Additional information about fair value measurements can be found in *Note 4*.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 and 2021. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefits Paid to Participants - Benefits are recorded when paid. At December 31, 2022 and 2021, there were no benefits processed and approved for payment, but not paid.

Expenses - Certain expenses of maintaining the Plan are paid by the Company and are therefore excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation or depreciation in fair value of investments.

Subsequent Events - The Plan has evaluated subsequent events through October 10, 2023, the date the financial statements were available for issue.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

3. Information Certified by the Trustees (Unaudited)

Certain information disclosed in the accompanying financial statements and ERISA-required supplemental schedule, including investments and notes receivable from participants held at December 31, 2022 and 2021, and total investment income (loss) and interest income on notes receivable from participants for the years ended December 31, 2022 and 2021, was obtained by management and agreed to or derived from information certified as complete and accurate by Voya Retirement Insurance and Annuity Company (trustee of the Plan as of December 31, 2022 and the period July 29, 2022 to December 31, 2022) and by Reliance Trust Company (trustee of the Plan for the year ended December 31, 2021 for the period January 1, 2022 to July 28, 2022).

4. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under Financial Accounting Standards Board (FASB) Accounting Standards Codification (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 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 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 the full term of the asset or liability.

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

The asset's 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 maximize the use of relevant observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used at December 31, 2022 and 2021.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

4. Fair Value Measurements - Continued

Following is a description of the valuation methodologies used for assets measured at fair value on a recurring basis:

Registered investment companies - Valued at the daily closing prices 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 net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed actively traded.

Collective investment trust account - The collective investment trust account is valued at the net asset value per unit as provided by the trustees of the Plan. Net asset values per unit are derived from values of similar investments that have quoted prices in active markets. The net asset value is used as a practical expedient to estimate the fair value and is based on the fair value of the underlying investments less liabilities. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective investment trust account, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure securities liquidations are carried out in an orderly business manner.

The preceding method described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation method is appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments measured at fair value on a recurring basis as of December 31, 2022:

	Level 1	Total
Shares of registered investment companies	<u>\$ 40,955,968</u>	<u>\$40,955,968</u>
Total assets in the fair value hierarchy	<u><u>\$ 40,955,968</u></u>	40,955,968
Collective investment trust measured at NAV (practical expedient)		<u>5,195,857</u>
Investments at fair value		<u><u>\$46,151,825</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

4. Fair Value Measurements - Continued

The following table sets forth by level, within the fair value hierarchy, the Plan's investments measured at fair value on a recurring basis as of December 31, 2021:

	Level 1	Total
Shares of registered investment companies	<u>\$ 42,997,763</u>	<u>\$42,997,763</u>
Total assets in the fair value hierarchy	<u><u>\$ 42,997,763</u></u>	42,997,763
Collective investment trust measured at NAV (practical expedient)		<u>4,642,000</u>
Investments at fair value		<u><u>\$47,639,763</u></u>

The following table sets forth additional disclosures for the fair value measurement of investments in certain entities that calculate net asset value per share (or its equivalent) as of December 31:

Investment Type	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
2022				
Collective investment trust	\$ 5,195,857	\$ -	Daily	None
2021				
Collective investment trust	\$ 4,642,000	\$ -	Daily	None

The investment objective for the collective investment trust account is to lower the costs to investors through economies of scale available by combining the assets of multiple investors, to provide daily liquidity, and to provide better diversification. Each investor owns a participating interest that is calculated in units and represents its portion of the holdings of the fund.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

5. Transactions with Parties-in-Interest

The Company is the Plan sponsor and administrator and pays certain administrative costs on behalf of the Plan.

Voya, who serves as the trustee of the Plan, and Reliance, who previously served as trustee of the Plan, managed certain Plan investments. These investments and investment transactions qualify as party-in-interest transactions. Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of investments.

Participants in the Plan are permitted to borrow funds from their vested balances. These transactions qualify as party-in-interest transactions. Notes receivable from participants and the related interest rates are described in *Note 1*.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

7. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risk. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible changes in the values of investment securities will occur in the near-term and such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

8. Income Tax Status

Prior to the restatement in July 2022, the Plan utilized a prototype plan document and relied on the prototype plan's opinion letter from the Internal Revenue Service (IRS) dated July 16, 2014. The letter stated the Plan is designed in accordance with the applicable requirements of the Internal Revenue Code (IRC). Although the Plan had been amended since receiving the opinion letter, the Plan Administrator believed the Plan was designed and was being operated in compliance with the applicable requirements of the IRC.

Effective July 29, 2022, the Plan adopted a pre-approved plan document with an opinion letter dated June 30, 2020. The letter states the Plan is designed in accordance with the applicable requirements of the IRC and therefore, the Plan Administrator believes the Plan is qualified, and the related trust is tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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 Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

9. Reconciliation of the Financial Statements to Schedule H of Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500 at December 31:

	2022	2021
Net assets available for benefits per the financial statements	\$ 47,925,057	49,145,190
Employer contributions receivable	<u>(1,607,456)</u>	<u>-</u>
Net assets available for benefits per Form 5500	<u><u>\$ 46,317,601</u></u>	<u><u>49,145,190</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

9. Reconciliation of the Financial Statements to Schedule H of Form 5500 - Continued

The following is a reconciliation of the net increase (decrease) in net assets available for benefits per the financial statements to the net income (loss) per Schedule H of Form 5500 for the years ended December 31:

	2022	2021
Net increase (decrease) in net assets available for benefits per the financial statements	\$ (1,220,133)	10,811,184
Employer contributions receivable	<u>(1,607,456)</u>	<u>-</u>
Net income (loss) per Form 5500	<u><u>\$ (2,827,589)</u></u>	<u><u>\$ 10,811,184</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Supplemental Schedules

THE LINUX FOUNDATION 401(k) PLAN

**Schedule H Line 4a - Schedule of
Delinquent Participant Contributions**

Year Ended December 31, 2022

**Plan Sponsor: The Linux Foundation
Plan Number: 001
EIN: 46-0503801**

Participant Contributions Transferred Late to Plan	Total that Constitutes Non-exempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2017 plan year	\$ 128,905	\$ -	\$ -	\$ -
2018 plan year	212,505	-	-	-
2019 plan year	394,090	-	-	-
2022 plan year	15,366	-	-	-
Total	<u>\$ 750,866</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

THE LINUX FOUNDATION 401(k) PLAN

Schedule H Line 4i - Schedule of Assets (Held at End of Year) (Unaudited)

December 31, 2022

Plan Sponsor: The Linux Foundation

Plan Number: 001

EIN: 46-0503801

(a)	(b)	(c)	** (d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current Value
	Invesco Stable Asset	Collective investment trust	\$	5,195,857
	Fidelity Freedom In 2005	Shares of registered investment companies		7,698
	Fidelity Freedom In 2010	Shares of registered investment companies		296,762
	Fidelity Freedom In 2015	Shares of registered investment companies		13,423
	Fidelity Freedom In 2020	Shares of registered investment companies		894,991
	Fidelity Freedom In 2025	Shares of registered investment companies		773,617
	Fidelity Freedom In 2030	Shares of registered investment companies		3,521,413
	Fidelity Freedom In 2035	Shares of registered investment companies		3,147,490
	Fidelity Freedom In 2040	Shares of registered investment companies		3,049,184
	Fidelity Freedom In 2045	Shares of registered investment companies		6,029,308
	Fidelity Freedom In 2050	Shares of registered investment companies		3,754,494
	Fidelity Freedom In 2055	Shares of registered investment companies		1,667,754
	Fidelity Freedom In 2060	Shares of registered investment companies		236,745
	Fidelity Freedom In 2065	Shares of registered investment companies		61,716
	Fidelity Freedom In Inc I	Shares of registered investment companies		520,201
	S Str Equity 500 Index Fd	Shares of registered investment companies		6,227,415
	TIAA-CREF SmCp Bld Indx Fd	Shares of registered investment companies		118,592
	Vangrd Balanced Index Fnd	Shares of registered investment companies		379,824
	Vangrd Em Mkts Stk Ind Fd	Shares of registered investment companies		361,552
	Vangrd Growth Index Fund	Shares of registered investment companies		1,594,072
	Vangrd Int-Trm Bd Indx Fd	Shares of registered investment companies		2,235,412
	Vangrd Mid-Cap Index Fund	Shares of registered investment companies		2,352,131
	Vangrd Sm-Cap Grw Index Fd	Shares of registered investment companies		126,319
	Vangrd Sm-Cap VI Index Fd	Shares of registered investment companies		264,994
	Vangrd Small-Cap Index Fd	Shares of registered investment companies		219,180
	Vangrd Value Index Fund	Shares of registered investment companies		416,652
	Vanguard Real Estate Indx	Shares of registered investment companies		247,601
*	Voya Fixed Account (4450)	Shares of registered investment companies		372,473
*	Voya Gv Mny Mkt	Shares of registered investment companies		162,191
	iShares MSCI EAFE Index	Shares of registered investment companies		1,461,927
	iShares MSCI TI Intl Index	Shares of registered investment companies		86,018
	iShares Russell 1000 LC Idx	Shares of registered investment companies		354,819
	Total investments			46,151,825
	* Notes receivable from participants	Interest at 4.25 to 7.25 percent with maturity dates through 2048	-0-	165,776
				\$ 46,317,601

* Party-in-interest.

** Not required for participant directed investments

Note: This schedule was derived from data certified by Voya Retirement Insurance and Annuity Company

Attachment to 2022 Form 5500
Schedule H, line 4i - Schedule of Assets
(Held at End of Year)
THE LINUX FOUNDATION 401K PLAN
EIN 46-0503801
Plan#001
As Of December 31, 2022

(a) (b) Identity of issue, borrower, lessor or similar party	(c) Description of investments including maturity date, rate of interest, collateral, par, or maturity date	(d) Cost	(e) Current Value
Fidelity Freedom In 2005 InstP	Registered Investment Company		\$7,698
Fidelity Freedom In 2010 InstP	Registered Investment Company		\$296,762
Fidelity Freedom In 2015 InstP	Registered Investment Company		\$13,423
Fidelity Freedom In 2020 InstP	Registered Investment Company		\$894,991
Fidelity Freedom In 2025 InstP	Registered Investment Company		\$773,617
Fidelity Freedom In 2030 InstP	Registered Investment Company		\$3,521,413
Fidelity Freedom In 2035 InstP	Registered Investment Company		\$3,147,491
Fidelity Freedom In 2040 InstP	Registered Investment Company		\$3,049,184
Fidelity Freedom In 2045 InstP	Registered Investment Company		\$6,029,308
Fidelity Freedom In 2050 InstP	Registered Investment Company		\$3,754,494
Fidelity Freedom In 2055 InstP	Registered Investment Company		\$1,667,754
Fidelity Freedom In 2060 InstP	Registered Investment Company		\$236,745
Fidelity Freedom In 2065 InstP	Registered Investment Company		\$61,716
Fidelity Freedom In Inc InstP	Registered Investment Company		\$520,201
Invesco Stable Value I	Common Collective Trust		\$5,195,857
iShares MSCI EAFE Index Fnd K	Registered Investment Company		\$1,461,927
iShares MSCI TI Intl Index Fd K	Registered Investment Company		\$86,018
iShares Russell 1000 LC Idx K	Registered Investment Company		\$354,820
S Str Equity 500 Index Fd K	Registered Investment Company		\$6,227,415
TIAA-CREF SmCp Bld Indx Fd Ins	Registered Investment Company		\$118,592
Vangrd Balanced Index Fnd Adm	Registered Investment Company		\$379,823
Vangrd Em Mkts Stk Ind Fd Adm	Registered Investment Company		\$361,552
Vangrd Growth Index Fund Adm	Registered Investment Company		\$1,594,072
Vangrd Int-Trm Bd Indx Fd Adm	Registered Investment Company		\$2,235,412
Vangrd Mid-Cap Index Fund Adm	Registered Investment Company		\$2,352,131
Vangrd Small-Cap Index Fnd Adm	Registered Investment Company		\$219,180
Vangrd Sm-Cap Grw Index Fd Adm	Registered Investment Company		\$126,319
Vangrd Sm-Cap VI Index Fnd Adm	Registered Investment Company		\$264,994
Vangrd Value Index Fund Adm	Registered Investment Company		\$416,652
Vanguard Real Estate Indx Adm	Registered Investment Company		\$247,601
* Voya Fixed Account (4450)	Insurance Company General Account		\$372,473
* Voya Gv Mny Mkt F A (Hld Acct)	Registered Investment Company		\$162,191
	Participants Loans - Rates 2.25% to 7.25%		\$165,776
TOTAL			\$46,317,601

* denotes party-in-interest

Column (d) is not required as the Plan's investments are totally participant directed.

THE LINUX FOUNDATION 401(k) PLAN

FINANCIAL STATEMENTS

Years Ended December 31, 2022 and 2021

and

Supplemental Schedules

with

Independent Auditors' Report

THE LINUX FOUNDATION 401(k) PLAN

Table of Contents

	Page
Independent Auditors' Report	1
Financial Statements	
Statements of Net Assets Available for Benefits	5
Statements of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7
Supplemental Schedules	
Schedule H Line 4a - Schedule of Delinquent Participant Contributions	16
Schedule H Line 4i - Schedule of Assets (Held at End of Year) (Unaudited)	17

Independent Auditors' Report

Plan Administrator
The Linux Foundation 401(k) Plan

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

We have performed audits of the accompanying financial statements of The Linux Foundation 401(k) 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 as of December 31, 2022 and 2021, and the related statements of changes in net assets available for benefits for the years then ended, 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 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from qualified institutions as of and for the years ended December 31, 2022 and 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 financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the financial statements referred to above related to assets held by and certified to by qualified institutions agrees to, or is derived from, in all material respects, the information prepared and certified by institutions that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of The Linux Foundation 401(k) Plan and to meet our 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.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about The Linux Foundation 401(k) Plan's ability to continue as a going concern for one year after the date 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.

Auditors' 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 of the Financial Statements 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

Auditors' Responsibilities for the Audit of the Financial Statements - Continued

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of The Linux Foundation 401(k) 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 Linux Foundation 401(k) 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 certifications, comparing the certified information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Supplemental Schedules Required by ERISA

The supplemental schedules of delinquent participant contributions and of assets held at end of year as of or for the year ended December 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, 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 GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Hoffman, Stewart & Schmidt, P.C.

Lake Oswego, Oregon
October 10, 2023

THE LINUX FOUNDATION 401(k) PLAN
Statements of Net Assets Available for Benefits

December 31,	2022	2021
Assets:		
Investments, at fair value <i>(Notes 3 and 4)</i>	\$ 46,151,825	\$ 47,639,763
Receivables:		
Employer contributions receivable	1,607,456	1,354,771
Notes receivable from participants <i>(Note 3)</i>	<u>165,776</u>	<u>150,656</u>
Total receivables	<u>1,773,232</u>	<u>1,505,427</u>
Net assets available for benefits	<u>\$ 47,925,057</u>	<u>\$ 49,145,190</u>

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

THE LINUX FOUNDATION 401(k) PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31,	2022	2021
Additions:		
Contributions:		
Employer	\$ 5,133,493	\$ 4,129,080
Participants	3,538,829	2,943,149
Rollovers	252,470	682,713
Total contributions	8,924,792	7,754,942
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	(8,962,173)	4,769,854
Interest and dividends	936,231	926,699
Total investment income (loss) (Note 3)	(8,025,942)	5,696,553
Other income	-	129,719
Interest on notes receivable from participants (Note 3)	8,799	6,413
Total additions	907,649	13,587,627
Deductions:		
Benefits paid to participants	2,076,562	2,714,354
Other expenses	51,220	62,089
Total deductions	2,127,782	2,776,443
Net increase (decrease) in net assets available for benefits	(1,220,133)	10,811,184
Net assets available for benefits, beginning of year	49,145,190	38,334,006
Net assets available for benefits, end of year	\$ 47,925,057	\$ 49,145,190

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

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements

1. Plan Description

The following brief description of The Linux Foundation 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General - The Plan covers employees of The Linux Foundation (the Company) who meet certain eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended. The Plan Administrator is responsible for oversight of the Plan. The Plan Administrator determines the appropriateness of the Plan's investment offerings, monitors investment performance, and reports to the Company's board of directors.

As of July 29, 2022, the Plan's trustee is Voya Retirement Insurance and Annuity Company (Voya). Prior to July 29, 2022, Reliance Trust Company (Reliance) was the trustee. All participant account balances are held by the trustee. The participant directs the investment of all contributions and earnings or losses thereon, and may change their investment directive at any time.

Eligibility - Employees eligible to participate in the Plan are those who are at least 21 years of age and have completed 249 hours of service in a three-month period or 1,000 hours in a one year period. Entry dates are the first day of each month. An employee must be employed on the last day of the Plan year to be eligible for a profit-sharing contribution.

Contributions - Each year participants may contribute up to 90 percent of their annual pre-tax compensation, as defined in the Plan, subject to statutory limits. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). The Company contributes a discretionary match of participant contributions equal to 100 percent of the participant's elective contributions. The Company may also make profit sharing contributions based on a formula defined by the Plan. During the years ended December 31, 2022 and 2021, the discretionary matching contribution totaled \$3,516,340 and \$2,774,309, respectively. During the years ended December 31, 2022 and 2021, the profit-sharing contribution totaled \$1,617,153 and \$1,354,771, respectively.

Participant Accounts - Each participant's account is credited with the participant's contributions, the Company's discretionary matching and profit-sharing contributions, and Plan earnings or losses. Deducted from each participant's account are any distributions made to the participant and an allocation of the Plan's administrative expenses. Allocations are based on participant earnings or losses, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

1. Plan Description - Continued

Vesting - Participants are 100 percent vested in their contributions plus actual earnings thereon. Vesting in the Company's discretionary matching and profit-sharing contributions, plus earnings thereon, is based on years of continuous service. The vesting percentage for the Company's discretionary matching and profit-sharing contributions plus earnings thereon is as follows:

Years of Service	Percent Vested
0	- 0 - %
1	30
2	65
3	100

Forfeited Accounts - At December 31, 2022 and 2021, forfeited nonvested accounts totaled \$317,987 and \$130,773, respectively. These accounts will be used to restore rehired employees' previously forfeited account balances, pay Plan administrative expenses, and/or reduce employer contributions. During the years ended December 31, 2022 and 2021, \$1,429 and \$168,579, respectively, in forfeitures were used to offset employer matching contributions.

Notes Receivable from Participants - Participants may borrow from their accounts up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. Loans are secured by the balance of the participant's vested account. In accordance with the Plan provisions, the rate of interest on participant loans approximates current market rates and ranges between 4.25 and 7.25 percent as of December 31, 2022 and 2021, with maturities through 2048. The term of the loan may not exceed five years unless the proceeds of such loan are to be used to acquire any dwelling unit, which within a reasonable time is to be used as the principal residence of the participant. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits - Upon retirement, termination of service, death, or disability, a participant may elect to receive a lump-sum distribution of the entire vested account balance. Terminated participants whose account balance is \$5,000 or less will automatically receive a lump-sum distribution. Hardship distributions are available only for the purposes of meeting immediate and heavy financial needs.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

2. Summary of Significant Accounting Policies

Basis of Accounting - The financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates - The preparation of financial statements in accordance with GAAP requires the Plan Administrator to make estimates and assumptions that affect reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of additions to, and deductions from, net assets available for benefits during the reporting period. Actual results could differ from these 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 Administrator determines the Plan's valuation policies utilizing information provided by the trustees. Additional information about fair value measurements can be found in *Note 4*.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 and 2021. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefits Paid to Participants - Benefits are recorded when paid. At December 31, 2022 and 2021, there were no benefits processed and approved for payment, but not paid.

Expenses - Certain expenses of maintaining the Plan are paid by the Company and are therefore excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation or depreciation in fair value of investments.

Subsequent Events - The Plan has evaluated subsequent events through October 10, 2023, the date the financial statements were available for issue.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

3. Information Certified by the Trustees (Unaudited)

Certain information disclosed in the accompanying financial statements and ERISA-required supplemental schedule, including investments and notes receivable from participants held at December 31, 2022 and 2021, and total investment income (loss) and interest income on notes receivable from participants for the years ended December 31, 2022 and 2021, was obtained by management and agreed to or derived from information certified as complete and accurate by Voya Retirement Insurance and Annuity Company (trustee of the Plan as of December 31, 2022 and the period July 29, 2022 to December 31, 2022) and by Reliance Trust Company (trustee of the Plan for the year ended December 31, 2021 for the period January 1, 2022 to July 28, 2022).

4. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under Financial Accounting Standards Board (FASB) Accounting Standards Codification (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 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 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 the full term of the asset or liability.

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

The asset's 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 maximize the use of relevant observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used at December 31, 2022 and 2021.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

4. Fair Value Measurements - Continued

Following is a description of the valuation methodologies used for assets measured at fair value on a recurring basis:

Registered investment companies - Valued at the daily closing prices 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 net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed actively traded.

Collective investment trust account - The collective investment trust account is valued at the net asset value per unit as provided by the trustees of the Plan. Net asset values per unit are derived from values of similar investments that have quoted prices in active markets. The net asset value is used as a practical expedient to estimate the fair value and is based on the fair value of the underlying investments less liabilities. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective investment trust account, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure securities liquidations are carried out in an orderly business manner.

The preceding method described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation method is appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments measured at fair value on a recurring basis as of December 31, 2022:

	Level 1	Total
Shares of registered investment companies	<u>\$ 40,955,968</u>	<u>\$40,955,968</u>
Total assets in the fair value hierarchy	<u>\$ 40,955,968</u>	40,955,968
Collective investment trust measured at NAV (practical expedient)		<u>5,195,857</u>
Investments at fair value		<u>\$46,151,825</u>

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

4. Fair Value Measurements - Continued

The following table sets forth by level, within the fair value hierarchy, the Plan's investments measured at fair value on a recurring basis as of December 31, 2021:

	Level 1	Total
Shares of registered investment companies	<u>\$ 42,997,763</u>	<u>\$42,997,763</u>
Total assets in the fair value hierarchy	<u>\$ 42,997,763</u>	42,997,763
Collective investment trust measured at NAV (practical expedient)		<u>4,642,000</u>
Investments at fair value		<u>\$47,639,763</u>

The following table sets forth additional disclosures for the fair value measurement of investments in certain entities that calculate net asset value per share (or its equivalent) as of December 31:

Investment Type	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
2022				
Collective investment trust	\$ 5,195,857	\$ -	Daily	None
2021				
Collective investment trust	\$ 4,642,000	\$ -	Daily	None

The investment objective for the collective investment trust account is to lower the costs to investors through economies of scale available by combining the assets of multiple investors, to provide daily liquidity, and to provide better diversification. Each investor owns a participating interest that is calculated in units and represents its portion of the holdings of the fund.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

5. Transactions with Parties-in-Interest

The Company is the Plan sponsor and administrator and pays certain administrative costs on behalf of the Plan.

Voya, who serves as the trustee of the Plan, and Reliance, who previously served as trustee of the Plan, managed certain Plan investments. These investments and investment transactions qualify as party-in-interest transactions. Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of investments.

Participants in the Plan are permitted to borrow funds from their vested balances. These transactions qualify as party-in-interest transactions. Notes receivable from participants and the related interest rates are described in *Note 1*.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

7. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risk. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible changes in the values of investment securities will occur in the near-term and such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

8. Income Tax Status

Prior to the restatement in July 2022, the Plan utilized a prototype plan document and relied on the prototype plan's opinion letter from the Internal Revenue Service (IRS) dated July 16, 2014. The letter stated the Plan is designed in accordance with the applicable requirements of the Internal Revenue Code (IRC). Although the Plan had been amended since receiving the opinion letter, the Plan Administrator believed the Plan was designed and was being operated in compliance with the applicable requirements of the IRC.

Effective July 29, 2022, the Plan adopted a pre-approved plan document with an opinion letter dated June 30, 2020. The letter states the Plan is designed in accordance with the applicable requirements of the IRC and therefore, the Plan Administrator believes the Plan is qualified, and the related trust is tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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 Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

9. Reconciliation of the Financial Statements to Schedule H of Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500 at December 31:

	2022	2021
Net assets available for benefits per the financial statements	\$ 47,925,057	49,145,190
Employer contributions receivable	<u>(1,607,456)</u>	<u>-</u>
Net assets available for benefits per Form 5500	<u><u>\$ 46,317,601</u></u>	<u><u>49,145,190</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

9. Reconciliation of the Financial Statements to Schedule H of Form 5500 - Continued

The following is a reconciliation of the net increase (decrease) in net assets available for benefits per the financial statements to the net income (loss) per Schedule H of Form 5500 for the years ended December 31:

	2022	2021
Net increase (decrease) in net assets available for benefits per the financial statements	\$ (1,220,133)	10,811,184
Employer contributions receivable	<u>(1,607,456)</u>	<u>-</u>
Net income (loss) per Form 5500	<u><u>\$ (2,827,589)</u></u>	<u><u>\$ 10,811,184</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Supplemental Schedules

THE LINUX FOUNDATION 401(k) PLAN

**Schedule H Line 4a - Schedule of
Delinquent Participant Contributions**

Year Ended December 31, 2022

Plan Sponsor: The Linux Foundation

Plan Number: 001

EIN: 46-0503801

Participant Contributions Transferred Late to Plan	Total that Constitutes Non-exempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check Here ☒ if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2017 plan year	\$ 128,905	\$ -	\$ -	\$ -
2018 plan year	212,505	-	-	-
2019 plan year	394,090	-	-	-
2022 plan year	15,366	-	-	-
Total	<u>\$ 750,866</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

THE LINUX FOUNDATION 401(k) PLAN

Schedule H Line 4i - Schedule of Assets (Held at End of Year) (Unaudited)

December 31, 2022

Plan Sponsor: The Linux Foundation

Plan Number: 001

EIN: 46-0503801

(a)	(b)	(c)	** (d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current Value
	Invesco Stable Asset	Collective investment trust	\$	5,195,857
	Fidelity Freedom In 2005	Shares of registered investment companies		7,698
	Fidelity Freedom In 2010	Shares of registered investment companies		296,762
	Fidelity Freedom In 2015	Shares of registered investment companies		13,423
	Fidelity Freedom In 2020	Shares of registered investment companies		894,991
	Fidelity Freedom In 2025	Shares of registered investment companies		773,617
	Fidelity Freedom In 2030	Shares of registered investment companies		3,521,413
	Fidelity Freedom In 2035	Shares of registered investment companies		3,147,490
	Fidelity Freedom In 2040	Shares of registered investment companies		3,049,184
	Fidelity Freedom In 2045	Shares of registered investment companies		6,029,308
	Fidelity Freedom In 2050	Shares of registered investment companies		3,754,494
	Fidelity Freedom In 2055	Shares of registered investment companies		1,667,754
	Fidelity Freedom In 2060	Shares of registered investment companies		236,745
	Fidelity Freedom In 2065	Shares of registered investment companies		61,716
	Fidelity Freedom In Inc I	Shares of registered investment companies		520,201
	S Str Equity 500 Index Fd	Shares of registered investment companies		6,227,415
	TIAA-CREF SmCp Bld Indx Fd	Shares of registered investment companies		118,592
	Vangrd Balanced Index Fnd	Shares of registered investment companies		379,824
	Vangrd Em Mkts Stk Ind Fd	Shares of registered investment companies		361,552
	Vangrd Growth Index Fund	Shares of registered investment companies		1,594,072
	Vangrd Int-Trm Bd Indx Fd	Shares of registered investment companies		2,235,412
	Vangrd Mid-Cap Index Fund	Shares of registered investment companies		2,352,131
	Vangrd Sm-Cap Grw Index Fd	Shares of registered investment companies		126,319
	Vangrd Sm-Cap VI Index Fd	Shares of registered investment companies		264,994
	Vangrd Small-Cap Index Fd	Shares of registered investment companies		219,180
	Vangrd Value Index Fund	Shares of registered investment companies		416,652
	Vanguard Real Estate Indx	Shares of registered investment companies		247,601
*	Voya Fixed Account (4450)	Shares of registered investment companies		372,473
*	Voya Gv Mny Mkt	Shares of registered investment companies		162,191
	iShares MSCI EAFE Index	Shares of registered investment companies		1,461,927
	iShares MSCI TI Intl Index	Shares of registered investment companies		86,018
	iShares Russell 1000 LC Idx	Shares of registered investment companies		354,819
	Total investments			46,151,825
	* Notes receivable from participants	Interest at 4.25 to 7.25 percent with maturity dates through 2048	-0-	165,776
				\$ 46,317,601

* Party-in-interest.

** Not required for participant directed investments

Note: This schedule was derived from data certified by Voya Retirement Insurance and Annuity Company

THE LINUX FOUNDATION 401(k) PLAN

AUDIT LETTERS

Year Ended December 31, 2022

THE LINUX FOUNDATION 401(k) PLAN

Table of Contents

	Page
Communication with Those Charged with Governance	1
Letter of Comments and Suggestions	4

Communication with Those Charged with Governance

The Plan Administrator
The Linux Foundation 401(k) Plan

We have audited the financial statements of The Linux Foundation 401(k) Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit) for the year ended December 31, 2022, and we will issue our report thereon dated October 10, 2023. As permitted by ERISA Section 103(a)(3)(C), our audit did not extend to any statements or information related to assets held for investment of the Plan (investment information) by Voya Retirement Insurance and Annuity Company and Reliance Trust Company, the trustees, which are a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, that prepared and certified the statements or information regarding assets so held in accordance with 29 CFR 2520.103-5. Our audit did not extend to the certified information, except for obtaining and reading the certification, comparing the certified information with the related information presented and disclosed in the financial statements and ERISA-required supplemental schedules, and reading the disclosures relating to the certified information to assess whether the financial statements as a whole are presented fairly, in all material respects, in accordance with the presentation and disclosure requirements of 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 GAAP. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated March 20, 2023. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Matters

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the Plan are described in *Note 2* to the financial statements. No new accounting policies were adopted, and the application of existing policies was not changed during the year ended December 31, 2022.

We noted no transactions entered into by the Plan during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Significant Audit Matters - Continued

Qualitative Aspects of Accounting Practices - Continued

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The estimates used by the Plan are normal and recurring.

Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users. The most sensitive disclosures affecting the financial statements was *Note 3* to the financial statements, which describes information certified by the trustee.

The financial statement disclosures are neutral, consistent, and clear.

Form 5500 Procedures

We are required to obtain and read a substantially complete draft of Form 5500 prior to dating our auditors' report. The purpose of this procedure is to identify any material inconsistencies between the draft Form 5500 and the Plan's financial statements. We identified no material inconsistencies in performing and completing our audit.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. We proposed one adjustment to record employee and employer contributions receivable, which was corrected.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditors' report. We are pleased to report no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated October 10, 2023.

Significant Audit Matters - Continued

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a “second opinion” on certain situations. If a consultation involves application of an accounting principle to the Plan’s financial statements or a determination of the type of auditors’ opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the Plan’s auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Matters

Our responsibility for the ERISA-required supplemental schedules accompanying the financial statements is to perform adequate procedures to evaluate whether the form and content of the ERISA-required supplemental schedules, other than that agreed to or derived from the certified investment information, is presented in compliance with the DOL’s Rules and Regulations for Reporting and Disclosure under ERISA, and whether the information in the supplemental schedules 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).

This communication is intended solely for the information and use of the Plan Administrator and management of The Linux Foundation 401(k) Plan and is not intended to be, and should not be, used by anyone other than these specified parties.

Hoffman, Stewart & Schmidt, P.C.

Lake Oswego, Oregon
October 10, 2023

Letter of Comments and Suggestions

The Plan Administrator
The Linux Foundation 401(k) Plan

Except as discussed in the following paragraph, in planning and performing our audit of the financial statements of The Linux Foundation 401(k) Plan (the “Plan”), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as of and for the year ended December 31, 2022, in accordance with auditing standards generally accepted in the United States of America, we considered the Plan’s internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of issuing our report on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Plan’s internal control. Accordingly, we do not express an opinion on the effectiveness of the Plan’s internal control.

We were engaged to perform an ERISA Section 103(a)(3)(C) audit of those financial statements as permitted by 29 CFR 2520.103-8 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. As permitted by ERISA Section 103(a)(3)(C), our audit did not extend to any statements or information related to assets held for investment of the Plan (investment information) by Voya Retirement Insurance and Annuity Company and Reliance Trust Company that prepared and certified the statements or information regarding assets so held in accordance with 29 CFR 2520.103-5. Our audit also did not include a consideration of internal control relating to the investment information.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies in internal control, such that there is a reasonable possibility that a material misstatement of the Plan’s financial statements will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control was for the limited purpose described in the first paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

However, we identified certain matters involving internal control or the operation of the Plan that were presented for your consideration in the prior year. The comments and suggestions were intended to improve internal control or result in other operating efficiencies. A status of the comments and suggestions are provided on the following page.

We would like to take this opportunity to extend our thanks to, and acknowledge the courtesy extended to us by, all personnel of The Linux Foundation during our audit of the financial statements of The Linux Foundation 401(k) Plan.

* * * * *

This communication is intended solely for the information and use of the Plan Administrator, management of The Linux Foundation and others within the Plan and is not intended to be, and should not be, used by anyone other than these specified parties.

Hoffman, Stewart & Schmidt, P.C.

Lake Oswego, Oregon
October 10, 2023

Status of Prior Year Recommendations

Minutes of Actions Taken

In the prior year, we noted no formal minutes were maintained for meetings held between the Plan Administrator and the Plan's investment. In order to demonstrate adherence to fiduciary responsibilities associated with the Plan, we suggested the Plan Administrator maintain formal minutes of discussions with the Plan's investment advisor as evidence the Plan Administrator performed their due diligence in reviewing the Plan and investments in the Plan.

Current Status: During the year current year audit, we again noted no formal minutes were maintained. We continue to suggest the Plan Administrator maintain formal minutes of discussions with the Plan's investment advisor.

Late Remittances

In prior audits, we noted there were several pay periods in which participant contributions were not remitted timely. We recommended that the Plan sponsor review the procedures involved in remittance of participant contributions to the Plan and institute the necessary controls to ensure participant contributions are remitted timely.

Current Status: There were late remittances identified in 2022 and the late remittances identified in 2019-2017 have not yet been corrected. As such, we recommend that Plan management correct the late remittances identified using the IRS's "401k Plan Fix-It Guide".

Forfeited Accounts

During our 2017 and 2018 audits, we noted the balance of forfeited nonvested accounts were relatively high. We recommended that the Plan sponsor monitor these accounts and use them when appropriate.

Current Status: During the current year audit, we noted that the balance of the forfeited nonvested account totaled approximately \$318,000 at December 31, 2022. As such, we recommend that the Plan sponsor monitor these accounts and work with the new Plan trustee in order to use them when appropriate.

THE LINUX FOUNDATION 401(k) PLAN

FINANCIAL STATEMENTS

Years Ended December 31, 2022 and 2021

and

Supplemental Schedules

with

Independent Auditors' Report

THE LINUX FOUNDATION 401(k) PLAN

Table of Contents

	Page
Independent Auditors' Report	1
Financial Statements	
Statements of Net Assets Available for Benefits	5
Statements of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7
Supplemental Schedules	
Schedule H Line 4a - Schedule of Delinquent Participant Contributions	16
Schedule H Line 4i - Schedule of Assets (Held at End of Year) (Unaudited)	17

Independent Auditors' Report

Plan Administrator
The Linux Foundation 401(k) Plan

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

We have performed audits of the accompanying financial statements of The Linux Foundation 401(k) 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 as of December 31, 2022 and 2021, and the related statements of changes in net assets available for benefits for the years then ended, 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 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from qualified institutions as of and for the years ended December 31, 2022 and 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 financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the financial statements referred to above related to assets held by and certified to by qualified institutions agrees to, or is derived from, in all material respects, the information prepared and certified by institutions that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of The Linux Foundation 401(k) Plan and to meet our 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.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about The Linux Foundation 401(k) Plan's ability to continue as a going concern for one year after the date 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.

Auditors' 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 of the Financial Statements 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

Auditors' Responsibilities for the Audit of the Financial Statements - Continued

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of The Linux Foundation 401(k) 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 Linux Foundation 401(k) 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 certifications, comparing the certified information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Supplemental Schedules Required by ERISA

The supplemental schedules of delinquent participant contributions and of assets held at end of year as of or for the year ended December 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, 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 GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Hoffman, Stewart & Schmidt, P.C.

Lake Oswego, Oregon
October 10, 2023

THE LINUX FOUNDATION 401(k) PLAN
Statements of Net Assets Available for Benefits

December 31,	2022	2021
Assets:		
Investments, at fair value <i>(Notes 3 and 4)</i>	\$ 46,151,825	\$ 47,639,763
Receivables:		
Employer contributions receivable	1,607,456	1,354,771
Notes receivable from participants <i>(Note 3)</i>	<u>165,776</u>	<u>150,656</u>
Total receivables	<u>1,773,232</u>	<u>1,505,427</u>
Net assets available for benefits	<u>\$ 47,925,057</u>	<u>\$ 49,145,190</u>

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

THE LINUX FOUNDATION 401(k) PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31,	2022	2021
Additions:		
Contributions:		
Employer	\$ 5,133,493	\$ 4,129,080
Participants	3,538,829	2,943,149
Rollovers	252,470	682,713
Total contributions	8,924,792	7,754,942
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	(8,962,173)	4,769,854
Interest and dividends	936,231	926,699
Total investment income (loss) (Note 3)	(8,025,942)	5,696,553
Other income	-	129,719
Interest on notes receivable from participants (Note 3)	8,799	6,413
Total additions	907,649	13,587,627
Deductions:		
Benefits paid to participants	2,076,562	2,714,354
Other expenses	51,220	62,089
Total deductions	2,127,782	2,776,443
Net increase (decrease) in net assets available for benefits	(1,220,133)	10,811,184
Net assets available for benefits, beginning of year	49,145,190	38,334,006
Net assets available for benefits, end of year	\$ 47,925,057	\$ 49,145,190

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

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements

1. Plan Description

The following brief description of The Linux Foundation 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General - The Plan covers employees of The Linux Foundation (the Company) who meet certain eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended. The Plan Administrator is responsible for oversight of the Plan. The Plan Administrator determines the appropriateness of the Plan's investment offerings, monitors investment performance, and reports to the Company's board of directors.

As of July 29, 2022, the Plan's trustee is Voya Retirement Insurance and Annuity Company (Voya). Prior to July 29, 2022, Reliance Trust Company (Reliance) was the trustee. All participant account balances are held by the trustee. The participant directs the investment of all contributions and earnings or losses thereon, and may change their investment directive at any time.

Eligibility - Employees eligible to participate in the Plan are those who are at least 21 years of age and have completed 249 hours of service in a three-month period or 1,000 hours in a one year period. Entry dates are the first day of each month. An employee must be employed on the last day of the Plan year to be eligible for a profit-sharing contribution.

Contributions - Each year participants may contribute up to 90 percent of their annual pre-tax compensation, as defined in the Plan, subject to statutory limits. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). The Company contributes a discretionary match of participant contributions equal to 100 percent of the participant's elective contributions. The Company may also make profit sharing contributions based on a formula defined by the Plan. During the years ended December 31, 2022 and 2021, the discretionary matching contribution totaled \$3,516,340 and \$2,774,309, respectively. During the years ended December 31, 2022 and 2021, the profit-sharing contribution totaled \$1,617,153 and \$1,354,771, respectively.

Participant Accounts - Each participant's account is credited with the participant's contributions, the Company's discretionary matching and profit-sharing contributions, and Plan earnings or losses. Deducted from each participant's account are any distributions made to the participant and an allocation of the Plan's administrative expenses. Allocations are based on participant earnings or losses, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

1. Plan Description - Continued

Vesting - Participants are 100 percent vested in their contributions plus actual earnings thereon. Vesting in the Company's discretionary matching and profit-sharing contributions, plus earnings thereon, is based on years of continuous service. The vesting percentage for the Company's discretionary matching and profit-sharing contributions plus earnings thereon is as follows:

Years of Service	Percent Vested
0	- 0 - %
1	30
2	65
3	100

Forfeited Accounts - At December 31, 2022 and 2021, forfeited nonvested accounts totaled \$317,987 and \$130,773, respectively. These accounts will be used to restore rehired employees' previously forfeited account balances, pay Plan administrative expenses, and/or reduce employer contributions. During the years ended December 31, 2022 and 2021, \$1,429 and \$168,579, respectively, in forfeitures were used to offset employer matching contributions.

Notes Receivable from Participants - Participants may borrow from their accounts up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. Loans are secured by the balance of the participant's vested account. In accordance with the Plan provisions, the rate of interest on participant loans approximates current market rates and ranges between 4.25 and 7.25 percent as of December 31, 2022 and 2021, with maturities through 2048. The term of the loan may not exceed five years unless the proceeds of such loan are to be used to acquire any dwelling unit, which within a reasonable time is to be used as the principal residence of the participant. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits - Upon retirement, termination of service, death, or disability, a participant may elect to receive a lump-sum distribution of the entire vested account balance. Terminated participants whose account balance is \$5,000 or less will automatically receive a lump-sum distribution. Hardship distributions are available only for the purposes of meeting immediate and heavy financial needs.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

2. Summary of Significant Accounting Policies

Basis of Accounting - The financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates - The preparation of financial statements in accordance with GAAP requires the Plan Administrator to make estimates and assumptions that affect reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of additions to, and deductions from, net assets available for benefits during the reporting period. Actual results could differ from these 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 Administrator determines the Plan's valuation policies utilizing information provided by the trustees. Additional information about fair value measurements can be found in *Note 4*.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 and 2021. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefits Paid to Participants - Benefits are recorded when paid. At December 31, 2022 and 2021, there were no benefits processed and approved for payment, but not paid.

Expenses - Certain expenses of maintaining the Plan are paid by the Company and are therefore excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation or depreciation in fair value of investments.

Subsequent Events - The Plan has evaluated subsequent events through October 10, 2023, the date the financial statements were available for issue.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

3. Information Certified by the Trustees (Unaudited)

Certain information disclosed in the accompanying financial statements and ERISA-required supplemental schedule, including investments and notes receivable from participants held at December 31, 2022 and 2021, and total investment income (loss) and interest income on notes receivable from participants for the years ended December 31, 2022 and 2021, was obtained by management and agreed to or derived from information certified as complete and accurate by Voya Retirement Insurance and Annuity Company (trustee of the Plan as of December 31, 2022 and the period July 29, 2022 to December 31, 2022) and by Reliance Trust Company (trustee of the Plan for the year ended December 31, 2021 for the period January 1, 2022 to July 28, 2022).

4. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under Financial Accounting Standards Board (FASB) Accounting Standards Codification (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 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 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 the full term of the asset or liability.

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

The asset's 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 maximize the use of relevant observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used at December 31, 2022 and 2021.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

4. Fair Value Measurements - Continued

Following is a description of the valuation methodologies used for assets measured at fair value on a recurring basis:

Registered investment companies - Valued at the daily closing prices 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 net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed actively traded.

Collective investment trust account - The collective investment trust account is valued at the net asset value per unit as provided by the trustees of the Plan. Net asset values per unit are derived from values of similar investments that have quoted prices in active markets. The net asset value is used as a practical expedient to estimate the fair value and is based on the fair value of the underlying investments less liabilities. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective investment trust account, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure securities liquidations are carried out in an orderly business manner.

The preceding method described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation method is appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments measured at fair value on a recurring basis as of December 31, 2022:

	Level 1	Total
Shares of registered investment companies	<u>\$ 40,955,968</u>	<u>\$40,955,968</u>
Total assets in the fair value hierarchy	<u><u>\$ 40,955,968</u></u>	40,955,968
Collective investment trust measured at NAV (practical expedient)		<u>5,195,857</u>
Investments at fair value		<u><u>\$46,151,825</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

4. Fair Value Measurements - Continued

The following table sets forth by level, within the fair value hierarchy, the Plan's investments measured at fair value on a recurring basis as of December 31, 2021:

	Level 1	Total
Shares of registered investment companies	<u>\$ 42,997,763</u>	<u>\$42,997,763</u>
Total assets in the fair value hierarchy	<u>\$ 42,997,763</u>	42,997,763
Collective investment trust measured at NAV (practical expedient)		<u>4,642,000</u>
Investments at fair value		<u>\$47,639,763</u>

The following table sets forth additional disclosures for the fair value measurement of investments in certain entities that calculate net asset value per share (or its equivalent) as of December 31:

Investment Type	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
2022				
Collective investment trust	\$ 5,195,857	\$ -	Daily	None
2021				
Collective investment trust	\$ 4,642,000	\$ -	Daily	None

The investment objective for the collective investment trust account is to lower the costs to investors through economies of scale available by combining the assets of multiple investors, to provide daily liquidity, and to provide better diversification. Each investor owns a participating interest that is calculated in units and represents its portion of the holdings of the fund.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

5. Transactions with Parties-in-Interest

The Company is the Plan sponsor and administrator and pays certain administrative costs on behalf of the Plan.

Voya, who serves as the trustee of the Plan, and Reliance, who previously served as trustee of the Plan, managed certain Plan investments. These investments and investment transactions qualify as party-in-interest transactions. Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of investments.

Participants in the Plan are permitted to borrow funds from their vested balances. These transactions qualify as party-in-interest transactions. Notes receivable from participants and the related interest rates are described in *Note 1*.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

7. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risk. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible changes in the values of investment securities will occur in the near-term and such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

8. Income Tax Status

Prior to the restatement in July 2022, the Plan utilized a prototype plan document and relied on the prototype plan's opinion letter from the Internal Revenue Service (IRS) dated July 16, 2014. The letter stated the Plan is designed in accordance with the applicable requirements of the Internal Revenue Code (IRC). Although the Plan had been amended since receiving the opinion letter, the Plan Administrator believed the Plan was designed and was being operated in compliance with the applicable requirements of the IRC.

Effective July 29, 2022, the Plan adopted a pre-approved plan document with an opinion letter dated June 30, 2020. The letter states the Plan is designed in accordance with the applicable requirements of the IRC and therefore, the Plan Administrator believes the Plan is qualified, and the related trust is tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

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 Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

9. Reconciliation of the Financial Statements to Schedule H of Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500 at December 31:

	2022	2021
Net assets available for benefits per the financial statements	\$ 47,925,057	49,145,190
Employer contributions receivable	<u>(1,607,456)</u>	<u>-</u>
Net assets available for benefits per Form 5500	<u><u>\$ 46,317,601</u></u>	<u><u>49,145,190</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Notes to Financial Statements - Continued

9. Reconciliation of the Financial Statements to Schedule H of Form 5500 - Continued

The following is a reconciliation of the net increase (decrease) in net assets available for benefits per the financial statements to the net income (loss) per Schedule H of Form 5500 for the years ended December 31:

	2022	2021
Net increase (decrease) in net assets available for benefits per the financial statements	\$ (1,220,133)	10,811,184
Employer contributions receivable	<u>(1,607,456)</u>	<u>-</u>
Net income (loss) per Form 5500	<u><u>\$ (2,827,589)</u></u>	<u><u>\$ 10,811,184</u></u>

THE LINUX FOUNDATION 401(k) PLAN

Supplemental Schedules

THE LINUX FOUNDATION 401(k) PLAN

**Schedule H Line 4a - Schedule of
Delinquent Participant Contributions**

Year Ended December 31, 2022

Plan Sponsor: The Linux Foundation

Plan Number: 001

EIN: 46-0503801

Participant Contributions Transferred Late to Plan	Total that Constitutes Non-exempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check Here ☒ if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2017 plan year	\$ 128,905	\$ -	\$ -	\$ -
2018 plan year	212,505	-	-	-
2019 plan year	394,090	-	-	-
2022 plan year	15,366	-	-	-
Total	<u>\$ 750,866</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

THE LINUX FOUNDATION 401(k) PLAN

Schedule H Line 4i - Schedule of Assets (Held at End of Year) (Unaudited)

December 31, 2022

Plan Sponsor: The Linux Foundation

Plan Number: 001

EIN: 46-0503801

(a)	(b)	(c)	** (d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current Value
	Invesco Stable Asset	Collective investment trust	\$	5,195,857
	Fidelity Freedom In 2005	Shares of registered investment companies		7,698
	Fidelity Freedom In 2010	Shares of registered investment companies		296,762
	Fidelity Freedom In 2015	Shares of registered investment companies		13,423
	Fidelity Freedom In 2020	Shares of registered investment companies		894,991
	Fidelity Freedom In 2025	Shares of registered investment companies		773,617
	Fidelity Freedom In 2030	Shares of registered investment companies		3,521,413
	Fidelity Freedom In 2035	Shares of registered investment companies		3,147,490
	Fidelity Freedom In 2040	Shares of registered investment companies		3,049,184
	Fidelity Freedom In 2045	Shares of registered investment companies		6,029,308
	Fidelity Freedom In 2050	Shares of registered investment companies		3,754,494
	Fidelity Freedom In 2055	Shares of registered investment companies		1,667,754
	Fidelity Freedom In 2060	Shares of registered investment companies		236,745
	Fidelity Freedom In 2065	Shares of registered investment companies		61,716
	Fidelity Freedom In Inc I	Shares of registered investment companies		520,201
	S Str Equity 500 Index Fd	Shares of registered investment companies		6,227,415
	TIAA-CREF SmCp Bld Indx Fd	Shares of registered investment companies		118,592
	Vangrd Balanced Index Fnd	Shares of registered investment companies		379,824
	Vangrd Em Mkts Stk Ind Fd	Shares of registered investment companies		361,552
	Vangrd Growth Index Fund	Shares of registered investment companies		1,594,072
	Vangrd Int-Trm Bd Indx Fd	Shares of registered investment companies		2,235,412
	Vangrd Mid-Cap Index Fund	Shares of registered investment companies		2,352,131
	Vangrd Sm-Cap Grw Index Fd	Shares of registered investment companies		126,319
	Vangrd Sm-Cap VI Index Fd	Shares of registered investment companies		264,994
	Vangrd Small-Cap Index Fd	Shares of registered investment companies		219,180
	Vangrd Value Index Fund	Shares of registered investment companies		416,652
	Vanguard Real Estate Indx	Shares of registered investment companies		247,601
*	Voya Fixed Account (4450)	Shares of registered investment companies		372,473
*	Voya Gv Mny Mkt	Shares of registered investment companies		162,191
	iShares MSCI EAFE Index	Shares of registered investment companies		1,461,927
	iShares MSCI TI Intl Index	Shares of registered investment companies		86,018
	iShares Russell 1000 LC Idx	Shares of registered investment companies		354,819
	Total investments			46,151,825
	* Notes receivable from participants	Interest at 4.25 to 7.25 percent with maturity dates through 2048	-0-	165,776
				\$ 46,317,601

* Party-in-interest.

** Not required for participant directed investments

Note: This schedule was derived from data certified by Voya Retirement Insurance and Annuity Company