

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 10/01/2022 and ending 09/30/2023	
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 MORGAN, LEWIS & BOCKIUS LLP TAX SAVER RETIREMENT PLAN	1b	Three-digit plan number (PN) ▶ 005
		1c	Effective date of plan 10/01/1982
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) MORGAN LEWIS & BOCKIUS LLP LISA SOLLEY 1701 MARKET ST. PHILADELPHIA, PA 19103-2903	2b	Employer Identification Number (EIN) 23-0891050
		2c	Plan Sponsor's telephone number 215-963-5000
		2d	Business code (see instructions) 541110

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	07/15/2024	LISA SOLLEY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	07/15/2024	LISA SOLLEY
	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 4744
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) 3033
a(2) Total number of active participants at the end of the plan year		6a(2) 3137
b Retired or separated participants receiving benefits		6b 67
c Other retired or separated participants entitled to future benefits.....		6c 1709
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 4913
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 15
f Total. Add lines 6d and 6e		6f 4928
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g 4890
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2R 2S 2T 3B		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2022 Form M-1 annual report. If the plan was not required to file the 2022 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) 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 10/01/2022 and ending 09/30/2023		
A Name of plan MORGAN, LEWIS & BOCKIUS LLP TAX SAVER RETIREMENT PLAN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 MORGAN LEWIS & BOCKIUS LLP LISA SOLLEY	D Employer Identification Number (EIN) 23-0891050	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

THE VANGUARD GROUP, INC.

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 33 37	NONE	17134	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(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 10/01/2022 and ending 09/30/2023		
A Name of plan MORGAN, LEWIS & BOCKIUS LLP TAX SAVER RETIREMENT PLAN	B Three-digit plan number (PN) ► 005	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 MORGAN LEWIS & BOCKIUS LLP LISA SOLLEY	D Employer Identification Number (EIN) 23-0891050	

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: MORGAN, LEWIS & BOCKIUS MASTER TRUS		
b Name of sponsor of entity listed in (a): MORGAN, LEWIS & BOCKIUS LLP		
c EIN-PN 23-0891050-018	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1067974740
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
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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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**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>10/01/2022</u> and ending <u>09/30/2023</u>						
A Name of plan <u>MORGAN, LEWIS & BOCKIUS LLP TAX SAVER RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%; padding: 5px;">B Three-digit plan number (PN) ►</td> <td style="width: 20%; padding: 5px; text-align: center;"><u>005</u></td> </tr> <tr> <td colspan="2" style="height: 20px;"></td> </tr> </table>		B Three-digit plan number (PN) ►	<u>005</u>		
B Three-digit plan number (PN) ►	<u>005</u>					
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MORGAN LEWIS & BOCKIUS LLP LISA SOLLEY</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%; padding: 5px;">D Employer Identification Number (EIN) <u>23-0891050</u></td> </tr> </table>		D Employer Identification Number (EIN) <u>23-0891050</u>			
D Employer Identification Number (EIN) <u>23-0891050</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)	
(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)	4416994
(9) Value of interest in common/collective trusts.....		1c(9)	4775724
(10) Value of interest in pooled separate accounts		1c(10)	
(11) Value of interest in master trust investment accounts.....		1c(11)	933690505
(12) Value of interest in 103-12 investment entities		1c(12)	1067974740
(13) Value of interest in registered investment companies (e.g., mutual funds).....		1c(13)	
(14) Value of funds held in insurance company general account (unallocated contracts).....		1c(14)	
(15) Other		1c(15)	

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	938107499	1072750464

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	938107499	1072750464
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)	49018212	
(C) Others (including rollovers)	2a(1)(C)	10059614	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		59077826
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)	302951	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		302951
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		150610659
(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)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		209991436
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	75310490	
(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)		75310490
f Corrective distributions (see instructions)	2f		29492
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)	8489	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		8489
j Total expenses. Add all expense amounts in column (b) and enter total	2j		75348471
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		134642965
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: GRANT THORTON LLP

(2) EIN: 36-0655558

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		4500000
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			

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 10/01/2022 and ending 09/30/2023		
A Name of plan MORGAN, LEWIS & BOCKIUS LLP TAX SAVER RETIREMENT PLAN		B Three-digit plan number (PN) ► 005
C Plan sponsor's name as shown on line 2a of Form 5500 MORGAN LEWIS & BOCKIUS LLP LISA SOLLEY		D Employer Identification Number (EIN) 23-0891050
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): 23-2186884		
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:	
a	The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....	14a
b	The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14b
c	The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14c
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:	
a	The corresponding number for the plan year immediately preceding the current plan year.....	15a
b	The corresponding number for the second preceding plan year.....	15b
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:	
a	Enter the number of employers who withdrew during the preceding plan year	16a
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....	16b
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐	

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

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

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

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

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

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

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

☐ Yes.

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

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

☐ No. Other. Provide explanation _____

Financial Statements and Report of
Independent Certified Public
Accountants

Morgan, Lewis & Bockius LLP
Tax-Saver Retirement Plan

September 30, 2023 and 2022

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GRANT THORNTON LLP

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Benefits Administration Committee and Participants of the Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

Scope and nature of the ERISA Section 103(a)(3)(C) audit

We have performed audits of the financial statements of Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of September 30, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended September 30, 2023, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's 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 a qualified institution as of September 30, 2023 and 2022 and for the year ended September 30, 2023, stating that the certified investment information, as described in Note C to the financial statements, is complete and accurate.

Opinion

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

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

Basis for opinion

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

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 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.

Auditor's responsibilities for the audit of the financial statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

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

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

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

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

Other matter – supplemental schedules required by ERISA

The supplemental schedule of assets (held at end of year) as of September 30, 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with US GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion

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

Grant Thornton LLP

Boston, Massachusetts
July 15, 2024

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

September 30,

	2023	2022
ASSETS		
Investments, at fair value		
Interest in Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust	\$ 1,067,974,740	\$ 933,690,505
Receivables		
Notes receivable	4,775,724	4,416,994
NET ASSETS AVAILABLE FOR BENEFITS	\$ 1,072,750,464	\$ 938,107,499

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

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the year ended September 30, 2023

Additions to net assets attributed to

Plan interest in Morgan, Lewis & Bockius LLP

Defined Contribution Plan Master Trust net investment income \$ 150,913,610

Contributions

Participants 49,018,212

Rollovers 10,059,614

Total additions 209,991,436

Deductions from net assets attributed to

Benefits paid to participants 75,339,982

Administrative expenses 8,489

Total deductions 75,348,471

Net increase 134,642,965

Net assets available for benefits

Beginning of year 938,107,499

End of year \$ 1,072,750,464

The accompanying notes are an integral part of this financial statement.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS

September 30, 2023 and 2022

NOTE A - DESCRIPTION OF PLAN

The following description of the Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a single-employer, defined contribution plan available to all employees and partners of Morgan, Lewis & Bockius LLP (the "Firm") on the first day of the calendar quarter following the employment commencement dates provided the employee or partner has reached age 20 and one-half years. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended.

Contributions

Employees and partners who elect to participate in the Plan may elect to defer an amount equal to 1% to 75% of their eligible compensation. Additionally, partners may also, in lieu of a percentage, request a flat-dollar deferral equivalent to the Internal Revenue Service ("IRS") limitations (participants age 50 or older may make additional catch-up contributions of up to \$7,500 for 2023 and \$6,500 for 2022, on a 401(k) pre-tax or Roth 401(k) after-tax basis), with the elective deferral amounts then allocated to the participants' respective accounts under the Plan. Participant contributions are limited to the maximum amount allowable under the Internal Revenue Code ("IRC"). Participants can elect to designate some or all of their elective contributions as Roth contributions. The Firm does not intend to make any contributions to the Plan for years ending on or after September 30, 2002.

Participant Accounts

Participants direct the investment of their contributions into any of the various investment funds available under the Plan. These funds are all held within the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust (the "Master Trust") (Note D). Each participant's account is credited with allocations of: (1) the participant's contributions; and (2) investment earnings; and charged with (a) withdrawals and (b) an allocation of investment losses.

Allocations are based on participant earnings or account balances as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeitures

All participant contributions and earnings thereon allocated to the accounts of participants under the Plan are fully vested and nonforfeitable at all times. Firm discretionary contributions, if any, are 100% vested after five years of service.

In the event Firm contributions are made, participants become fully vested in their accounts upon attainment of age 65, death or total disability while employed by the Firm, regardless of their credited years of service. If a participant terminates employment or withdraws from the Firm prior to full vesting, the non-vested portion of the participant's account will be forfeited as of the date of termination or withdrawal.

Notes Receivable from Participants

Participants may borrow up to one-half of their account balance subject to certain minimum and maximum loan limitations. A participant may not have more than two outstanding loans at any time. The loans are collateralized by the balance in the participant's account and bear interest at prime plus 2% for loans granted prior to April 1, 2023 and prime plus 1% for loans granted on or after April 1, 2023. Interest and principal are repaid in equal installments over a period not to exceed 60 months, unless the loan is used to

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

acquire a participant's principal residence. Loan repayments must be made at least quarterly and cannot exceed 10% of the participant's compensation for the period. A participant also has the right to repay the loan in full at any time without penalty. Notes receivable from participants are held within the Master Trust.

Payment of Benefits

If a participant retires, dies, becomes disabled or otherwise separates from the Firm, the participant or participant's beneficiary is entitled to the vested value of his or her account. Distributions are typically made, subject to certain limitations, as lump-sum distributions. Participants are permitted to make hardship withdrawals in certain cases of immediate and heavy financial need. Participants may also elect in-service withdrawals after reaching age 59½. Rollover account balances may be withdrawn at any time. Minimum required distributions for participants who have reached age 72 (or age 73, if the participant attained the age of 72 after December 31, 2022) also apply per IRS regulations.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

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

Use of Estimates

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

Investments

The assets of the Plan are maintained under a Master Trust Agreement in the Master Trust. The Plan's interest in the Master Trust is stated 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. Plan management determines the Plan's valuation policies utilizing information provided by its investment advisors and the Plan trustee. See Note E for discussion of fair value measurements. Purchases and sales of Master Trust securities are recorded on a trade-date basis. Master Trust interest income is recorded on the accrual basis. Master Trust dividends are recorded on the ex-dividend date. Master Trust net appreciation includes 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. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Payment of Benefits

Benefit payments are recorded when paid.

Expenses

All administrative expenses of the Plan are paid by the Firm except loan origination fees, which are paid by the participant borrowers.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

NOTE C - INFORMATION CERTIFIED BY THE TRUSTEE

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Vanguard Fiduciary Trust Company (the "Trustee") has certified that the following Plan and related Master Trust information as complete and accurate:

- The Plan's interest in the Master Trust and notes receivable from participants reported in the statements of net assets available for benefits at September 30, 2023 and 2022.
- The Plan's interest in the Master Trust net investment income reported in the statement of changes in net assets available for benefits for the year ended September 30, 2023.
- Investments, at fair value, and notes receivable from participants held within the Master Trust at September 30, 2023 and 2022, and the related total investment income, including net appreciation in fair value of investments and investment income, of the Master Trust and interest income on notes receivable from participants for the year ended September 30, 2023 as disclosed in Note D.
- Schedule H, Line 4i - schedule of assets (held at end of year) as of September 30, 2023.

NOTE D - INTEREST IN MASTER TRUST

The Master Trust Agreement for the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust was established on September 29, 2005 for the investment of assets of the Plan and the Morgan, Lewis & Bockius LLP Defined Contribution Plan. Each participating retirement plan has a specific divided interest in the Master Trust based on participant-directed investment activity, and all assets are separately allocated to participant-directed accounts. The assets of the Master Trust are held by the Trustee.

The value of the Plan's interest in the Master Trust is based on the beginning of year value of the Plan's interest in the Master Trust plus actual contributions and allocated investment income less actual distributions and allocated investment losses and administrative expenses. Investment management fees and other direct expenses relating to the Master Trust are allocated to the individual plans based on the average daily investment balances. Master Trust total investment income (loss), including net appreciation (depreciation) in the fair value of investments and interest and dividend income, is allocated to the Plan in relation to its proportionate share of the Master Trust assets invested for participant-directed accounts.

The following is a summary of the Master Trust assets and the Plan's divided interest in the assets of the Master Trust as of September 30, 2023 and 2022:

	September 30, 2023	
	Master Trust Assets	Plan's Interest in Master Trust
Investments, at fair value		
Registered investment companies	\$ 793,161,479	\$ 603,808,808
Collective trust funds	770,433,993	451,916,126
Self-directed brokerage accounts	18,654,961	12,249,806
Total Master Trust investments	1,582,250,433	1,067,974,740
Notes receivable from participants	4,775,724	4,775,724
Total assets in Master Trust	<u>\$ 1,587,026,157</u>	<u>\$ 1,072,750,464</u>

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

	September 30, 2022	
	Master Trust Assets	Plan's Interest in Master Trust
Investments, at fair value		
Registered investment companies	\$ 758,894,963	\$ 571,498,292
Collective trust funds	595,341,182	348,987,943
Self-directed brokerage accounts	19,645,624	13,204,270
 Total Master Trust investments	 1,373,881,769	 933,690,505
 Notes receivable from participants	 4,416,994	 4,416,994
 Total assets in Master Trust	 <u>\$ 1,378,298,763</u>	 <u>\$ 938,107,499</u>

The following table presents the changes in net assets for the Master Trust for the year ended September 30, 2023:

Net appreciation in fair value of investments	\$ 183,076,957
Interest and dividend income	38,335,719
Total investment income	221,412,676
Net transfers	(12,988,233)
Interest income on notes receivable from participants	302,951
Increase in net assets	208,727,394
Net assets	
Beginning of year	1,378,298,763
End of year	<u>\$ 1,587,026,157</u>

Refer to Note E for a description of the valuation methodologies used by the Master Trust.

NOTE E - FAIR VALUE MEASUREMENTS

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") No. 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level I measurements) and the lowest priority to unobservable inputs (Level III measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level I - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

Level II - Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability; and
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

Level III - 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 used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for Master Trust assets measured at fair value. There have been no changes in the methodologies used at September 30, 2023 and 2022.

- Registered investment companies and self-directed brokerage accounts are valued at the quoted net asset value ("NAV") of shares held by the Master Trust at year end as reported on the active market on which the funds are traded (Level I inputs).
- Collective trust funds: The fair value is based on the NAV, calculated and reported daily. There are no redemption restrictions or unfunded commitments as of September 30, 2023 and 2022.

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

The following tables present information about the Master Trust's investments measured at fair value on a recurring basis as of September 30, 2023 and 2022, and indicate the fair value hierarchy of the valuation techniques utilized by the Master Trust to determine such value:

Assets at Fair Value as of September 30, 2023				
	Level I	Level II	Level III	Total
Registered investment companies	\$ 793,161,479	\$ -	\$ -	\$ 793,161,479
Collective trust funds	770,433,993	-	-	770,433,993
Self-directed brokerage accounts	18,654,961	-	-	18,654,961
Total Master Trust investments	\$1,582,250,433	\$ -	\$ -	\$1,582,250,433

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

	Assets at Fair Value as of September 30, 2022			
	Level I	Level II	Level III	Total
Registered investment companies	\$ 758,894,963	\$ -	\$ -	\$ 758,894,963
Collective trust funds	595,341,182	-	-	595,341,182
Self-directed brokerage accounts	19,645,624	-	-	19,645,624
Total Master Trust investments	<u>\$1,373,881,769</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,373,881,769</u>

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

The Firm evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits.

NOTE F - RELATED-PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments in registered investment companies, collective trust funds, and self-directed brokerage accounts held within the Master Trust are managed by Vanguard Fiduciary Trust Company, the Trustee of the Plan and, therefore, these transactions qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules. Notes receivable from Plan participants are also party-in-interest transactions, which are exempt from the prohibited transaction rules. Fees paid for investment management services are included as a reduction to the Plan's interest in the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust total investment income.

NOTE G - TAX STATUS

The Plan has received a determination letter from the IRS dated December 14, 2016 stating that the Plan and related Master Trust are designed in accordance with applicable provisions of the IRC. The Plan has been amended since receiving the determination letter. The Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC and, therefore, believes that the Plan is qualified, and the related Master Trust is tax exempt.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by taxing authorities. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of September 30, 2023 and 2022, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

NOTE H - PLAN TERMINATION

Although it has not expressed any intention to do so, the Firm 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, all participants would become 100% vested in the Firm's contributions to their accounts, if any.

NOTE I - RISKS AND UNCERTAINTIES

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

NOTE J - SUBSEQUENT EVENTS

Subsequent events have been evaluated through July 15, 2024, which is the date the financial statements were available to be issued. The Plan is not aware of any subsequent events that would require recognition or disclosure in the financial statements.

SUPPLEMENTAL INFORMATION

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

September 30, 2023

EIN: 23-0891050, Plan #: 005

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
*	Notes receivable from participants	Interest rates ranging from 7.50% to 10.00% and maturity dates through 2038		<u>\$ 4,775,724</u>
				<u><u>\$ 4,775,724</u></u>

* Party-in-interest.

** Cost is omitted for participant-directed investments.

Financial Statements and Report of
Independent Certified Public
Accountants

Morgan, Lewis & Bockius LLP
Tax-Saver Retirement Plan

September 30, 2023 and 2022

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GRANT THORNTON LLP

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Benefits Administration Committee and Participants of the Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

Scope and nature of the ERISA Section 103(a)(3)(C) audit

We have performed audits of the financial statements of Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of September 30, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended September 30, 2023, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's 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 a qualified institution as of September 30, 2023 and 2022 and for the year ended September 30, 2023, stating that the certified investment information, as described in Note C to the financial statements, is complete and accurate.

Opinion

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

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

Basis for opinion

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

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 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.

Auditor's responsibilities for the audit of the financial statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

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

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

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

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

Other matter – supplemental schedules required by ERISA

The supplemental schedule of assets (held at end of year) as of September 30, 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with US GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion

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

Grant Thornton LLP

Boston, Massachusetts
July 15, 2024

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

September 30,

	2023	2022
ASSETS		
Investments, at fair value		
Interest in Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust	\$ 1,067,974,740	\$ 933,690,505
Receivables		
Notes receivable	4,775,724	4,416,994
NET ASSETS AVAILABLE FOR BENEFITS	\$ 1,072,750,464	\$ 938,107,499

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

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the year ended September 30, 2023

Additions to net assets attributed to

Plan interest in Morgan, Lewis & Bockius LLP

Defined Contribution Plan Master Trust net investment income \$ 150,913,610

Contributions

Participants 49,018,212

Rollovers 10,059,614

Total additions 209,991,436

Deductions from net assets attributed to

Benefits paid to participants 75,339,982

Administrative expenses 8,489

Total deductions 75,348,471

Net increase 134,642,965

Net assets available for benefits

Beginning of year 938,107,499

End of year \$ 1,072,750,464

The accompanying notes are an integral part of this financial statement.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS

September 30, 2023 and 2022

NOTE A - DESCRIPTION OF PLAN

The following description of the Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a single-employer, defined contribution plan available to all employees and partners of Morgan, Lewis & Bockius LLP (the "Firm") on the first day of the calendar quarter following the employment commencement dates provided the employee or partner has reached age 20 and one-half years. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended.

Contributions

Employees and partners who elect to participate in the Plan may elect to defer an amount equal to 1% to 75% of their eligible compensation. Additionally, partners may also, in lieu of a percentage, request a flat-dollar deferral equivalent to the Internal Revenue Service ("IRS") limitations (participants age 50 or older may make additional catch-up contributions of up to \$7,500 for 2023 and \$6,500 for 2022, on a 401(k) pre-tax or Roth 401(k) after-tax basis), with the elective deferral amounts then allocated to the participants' respective accounts under the Plan. Participant contributions are limited to the maximum amount allowable under the Internal Revenue Code ("IRC"). Participants can elect to designate some or all of their elective contributions as Roth contributions. The Firm does not intend to make any contributions to the Plan for years ending on or after September 30, 2002.

Participant Accounts

Participants direct the investment of their contributions into any of the various investment funds available under the Plan. These funds are all held within the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust (the "Master Trust") (Note D). Each participant's account is credited with allocations of: (1) the participant's contributions; and (2) investment earnings; and charged with (a) withdrawals and (b) an allocation of investment losses.

Allocations are based on participant earnings or account balances as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeitures

All participant contributions and earnings thereon allocated to the accounts of participants under the Plan are fully vested and nonforfeitable at all times. Firm discretionary contributions, if any, are 100% vested after five years of service.

In the event Firm contributions are made, participants become fully vested in their accounts upon attainment of age 65, death or total disability while employed by the Firm, regardless of their credited years of service. If a participant terminates employment or withdraws from the Firm prior to full vesting, the non-vested portion of the participant's account will be forfeited as of the date of termination or withdrawal.

Notes Receivable from Participants

Participants may borrow up to one-half of their account balance subject to certain minimum and maximum loan limitations. A participant may not have more than two outstanding loans at any time. The loans are collateralized by the balance in the participant's account and bear interest at prime plus 2% for loans granted prior to April 1, 2023 and prime plus 1% for loans granted on or after April 1, 2023. Interest and principal are repaid in equal installments over a period not to exceed 60 months, unless the loan is used to

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

acquire a participant's principal residence. Loan repayments must be made at least quarterly and cannot exceed 10% of the participant's compensation for the period. A participant also has the right to repay the loan in full at any time without penalty. Notes receivable from participants are held within the Master Trust.

Payment of Benefits

If a participant retires, dies, becomes disabled or otherwise separates from the Firm, the participant or participant's beneficiary is entitled to the vested value of his or her account. Distributions are typically made, subject to certain limitations, as lump-sum distributions. Participants are permitted to make hardship withdrawals in certain cases of immediate and heavy financial need. Participants may also elect in-service withdrawals after reaching age 59½. Rollover account balances may be withdrawn at any time. Minimum required distributions for participants who have reached age 72 (or age 73, if the participant attained the age of 72 after December 31, 2022) also apply per IRS regulations.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

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

Use of Estimates

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

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The assets of the Plan are maintained under a Master Trust Agreement in the Master Trust. The Plan's interest in the Master Trust is stated 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. Plan management determines the Plan's valuation policies utilizing information provided by its investment advisors and the Plan trustee. See Note E for discussion of fair value measurements. Purchases and sales of Master Trust securities are recorded on a trade-date basis. Master Trust interest income is recorded on the accrual basis. Master Trust dividends are recorded on the ex-dividend date. Master Trust net appreciation includes gains and losses on investments bought and sold, as well as held during the year.

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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. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Payment of Benefits

Benefit payments are recorded when paid.

Expenses

All administrative expenses of the Plan are paid by the Firm except loan origination fees, which are paid by the participant borrowers.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

NOTE C - INFORMATION CERTIFIED BY THE TRUSTEE

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Vanguard Fiduciary Trust Company (the "Trustee") has certified that the following Plan and related Master Trust information as complete and accurate:

- The Plan's interest in the Master Trust and notes receivable from participants reported in the statements of net assets available for benefits at September 30, 2023 and 2022.
- The Plan's interest in the Master Trust net investment income reported in the statement of changes in net assets available for benefits for the year ended September 30, 2023.
- Investments, at fair value, and notes receivable from participants held within the Master Trust at September 30, 2023 and 2022, and the related total investment income, including net appreciation in fair value of investments and investment income, of the Master Trust and interest income on notes receivable from participants for the year ended September 30, 2023 as disclosed in Note D.
- Schedule H, Line 4i - schedule of assets (held at end of year) as of September 30, 2023.

NOTE D - INTEREST IN MASTER TRUST

The Master Trust Agreement for the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust was established on September 29, 2005 for the investment of assets of the Plan and the Morgan, Lewis & Bockius LLP Defined Contribution Plan. Each participating retirement plan has a specific divided interest in the Master Trust based on participant-directed investment activity, and all assets are separately allocated to participant-directed accounts. The assets of the Master Trust are held by the Trustee.

The value of the Plan's interest in the Master Trust is based on the beginning of year value of the Plan's interest in the Master Trust plus actual contributions and allocated investment income less actual distributions and allocated investment losses and administrative expenses. Investment management fees and other direct expenses relating to the Master Trust are allocated to the individual plans based on the average daily investment balances. Master Trust total investment income (loss), including net appreciation (depreciation) in the fair value of investments and interest and dividend income, is allocated to the Plan in relation to its proportionate share of the Master Trust assets invested for participant-directed accounts.

The following is a summary of the Master Trust assets and the Plan's divided interest in the assets of the Master Trust as of September 30, 2023 and 2022:

	September 30, 2023	
	Master Trust Assets	Plan's Interest in Master Trust
Investments, at fair value		
Registered investment companies	\$ 793,161,479	\$ 603,808,808
Collective trust funds	770,433,993	451,916,126
Self-directed brokerage accounts	18,654,961	12,249,806
Total Master Trust investments	1,582,250,433	1,067,974,740
Notes receivable from participants	4,775,724	4,775,724
Total assets in Master Trust	<u>\$ 1,587,026,157</u>	<u>\$ 1,072,750,464</u>

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

	September 30, 2022	
	Master Trust Assets	Plan's Interest in Master Trust
Investments, at fair value		
Registered investment companies	\$ 758,894,963	\$ 571,498,292
Collective trust funds	595,341,182	348,987,943
Self-directed brokerage accounts	19,645,624	13,204,270
 Total Master Trust investments	 1,373,881,769	 933,690,505
 Notes receivable from participants	 4,416,994	 4,416,994
 Total assets in Master Trust	 <u>\$ 1,378,298,763</u>	 <u>\$ 938,107,499</u>

The following table presents the changes in net assets for the Master Trust for the year ended September 30, 2023:

Net appreciation in fair value of investments	\$ 183,076,957
Interest and dividend income	38,335,719
Total investment income	221,412,676
Net transfers	(12,988,233)
Interest income on notes receivable from participants	302,951
Increase in net assets	208,727,394
Net assets	
Beginning of year	1,378,298,763
End of year	<u>\$ 1,587,026,157</u>

Refer to Note E for a description of the valuation methodologies used by the Master Trust.

NOTE E - FAIR VALUE MEASUREMENTS

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") No. 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level I measurements) and the lowest priority to unobservable inputs (Level III measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level I - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

Level II - Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability; and
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

Level III - 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 used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for Master Trust assets measured at fair value. There have been no changes in the methodologies used at September 30, 2023 and 2022.

- Registered investment companies and self-directed brokerage accounts are valued at the quoted net asset value ("NAV") of shares held by the Master Trust at year end as reported on the active market on which the funds are traded (Level I inputs).
- Collective trust funds: The fair value is based on the NAV, calculated and reported daily. There are no redemption restrictions or unfunded commitments as of September 30, 2023 and 2022.

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

The following tables present information about the Master Trust's investments measured at fair value on a recurring basis as of September 30, 2023 and 2022, and indicate the fair value hierarchy of the valuation techniques utilized by the Master Trust to determine such value:

Assets at Fair Value as of September 30, 2023				
	Level I	Level II	Level III	Total
Registered investment companies	\$ 793,161,479	\$ -	\$ -	\$ 793,161,479
Collective trust funds	770,433,993	-	-	770,433,993
Self-directed brokerage accounts	18,654,961	-	-	18,654,961
Total Master Trust investments	\$1,582,250,433	\$ -	\$ -	\$1,582,250,433

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

	Assets at Fair Value as of September 30, 2022			
	Level I	Level II	Level III	Total
Registered investment companies	\$ 758,894,963	\$ -	\$ -	\$ 758,894,963
Collective trust funds	595,341,182	-	-	595,341,182
Self-directed brokerage accounts	19,645,624	-	-	19,645,624
Total Master Trust investments	<u>\$1,373,881,769</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,373,881,769</u>

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

The Firm evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits.

NOTE F - RELATED-PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments in registered investment companies, collective trust funds, and self-directed brokerage accounts held within the Master Trust are managed by Vanguard Fiduciary Trust Company, the Trustee of the Plan and, therefore, these transactions qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules. Notes receivable from Plan participants are also party-in-interest transactions, which are exempt from the prohibited transaction rules. Fees paid for investment management services are included as a reduction to the Plan's interest in the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust total investment income.

NOTE G - TAX STATUS

The Plan has received a determination letter from the IRS dated December 14, 2016 stating that the Plan and related Master Trust are designed in accordance with applicable provisions of the IRC. The Plan has been amended since receiving the determination letter. The Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC and, therefore, believes that the Plan is qualified, and the related Master Trust is tax exempt.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by taxing authorities. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of September 30, 2023 and 2022, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

NOTE H - PLAN TERMINATION

Although it has not expressed any intention to do so, the Firm 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, all participants would become 100% vested in the Firm's contributions to their accounts, if any.

NOTE I - RISKS AND UNCERTAINTIES

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

NOTE J - SUBSEQUENT EVENTS

Subsequent events have been evaluated through July 15, 2024, which is the date the financial statements were available to be issued. The Plan is not aware of any subsequent events that would require recognition or disclosure in the financial statements.

SUPPLEMENTAL INFORMATION

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

September 30, 2023

EIN: 23-0891050, Plan #: 005

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
*	Notes receivable from participants	Interest rates ranging from 7.50% to 10.00% and maturity dates through 2038		<u>\$ 4,775,724</u>
				<u><u>\$ 4,775,724</u></u>

* Party-in-interest.

** Cost is omitted for participant-directed investments.

Financial Statements and Report of
Independent Certified Public
Accountants

Morgan, Lewis & Bockius LLP
Tax-Saver Retirement Plan

September 30, 2023 and 2022

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GRANT THORNTON LLP

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Benefits Administration Committee and Participants of the Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

Scope and nature of the ERISA Section 103(a)(3)(C) audit

We have performed audits of the financial statements of Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of September 30, 2023 and 2022, and the related statement of changes in net assets available for benefits for the year ended September 30, 2023, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's 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 a qualified institution as of September 30, 2023 and 2022 and for the year ended September 30, 2023, stating that the certified investment information, as described in Note C to the financial statements, is complete and accurate.

Opinion

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

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

Basis for opinion

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

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 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.

Auditor's responsibilities for the audit of the financial statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

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

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

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

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

Other matter – supplemental schedules required by ERISA

The supplemental schedule of assets (held at end of year) as of September 30, 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with US GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion

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

Grant Thornton LLP

Boston, Massachusetts
July 15, 2024

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

September 30,

	2023	2022
ASSETS		
Investments, at fair value		
Interest in Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust	\$ 1,067,974,740	\$ 933,690,505
Receivables		
Notes receivable	4,775,724	4,416,994
NET ASSETS AVAILABLE FOR BENEFITS	\$ 1,072,750,464	\$ 938,107,499

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

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the year ended September 30, 2023

Additions to net assets attributed to

Plan interest in Morgan, Lewis & Bockius LLP

Defined Contribution Plan Master Trust net investment income \$ 150,913,610

Contributions

Participants 49,018,212

Rollovers 10,059,614

Total additions 209,991,436

Deductions from net assets attributed to

Benefits paid to participants 75,339,982

Administrative expenses 8,489

Total deductions 75,348,471

Net increase 134,642,965

Net assets available for benefits

Beginning of year 938,107,499

End of year \$ 1,072,750,464

The accompanying notes are an integral part of this financial statement.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS

September 30, 2023 and 2022

NOTE A - DESCRIPTION OF PLAN

The following description of the Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a single-employer, defined contribution plan available to all employees and partners of Morgan, Lewis & Bockius LLP (the "Firm") on the first day of the calendar quarter following the employment commencement dates provided the employee or partner has reached age 20 and one-half years. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended.

Contributions

Employees and partners who elect to participate in the Plan may elect to defer an amount equal to 1% to 75% of their eligible compensation. Additionally, partners may also, in lieu of a percentage, request a flat-dollar deferral equivalent to the Internal Revenue Service ("IRS") limitations (participants age 50 or older may make additional catch-up contributions of up to \$7,500 for 2023 and \$6,500 for 2022, on a 401(k) pre-tax or Roth 401(k) after-tax basis), with the elective deferral amounts then allocated to the participants' respective accounts under the Plan. Participant contributions are limited to the maximum amount allowable under the Internal Revenue Code ("IRC"). Participants can elect to designate some or all of their elective contributions as Roth contributions. The Firm does not intend to make any contributions to the Plan for years ending on or after September 30, 2002.

Participant Accounts

Participants direct the investment of their contributions into any of the various investment funds available under the Plan. These funds are all held within the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust (the "Master Trust") (Note D). Each participant's account is credited with allocations of: (1) the participant's contributions; and (2) investment earnings; and charged with (a) withdrawals and (b) an allocation of investment losses.

Allocations are based on participant earnings or account balances as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeitures

All participant contributions and earnings thereon allocated to the accounts of participants under the Plan are fully vested and nonforfeitable at all times. Firm discretionary contributions, if any, are 100% vested after five years of service.

In the event Firm contributions are made, participants become fully vested in their accounts upon attainment of age 65, death or total disability while employed by the Firm, regardless of their credited years of service. If a participant terminates employment or withdraws from the Firm prior to full vesting, the non-vested portion of the participant's account will be forfeited as of the date of termination or withdrawal.

Notes Receivable from Participants

Participants may borrow up to one-half of their account balance subject to certain minimum and maximum loan limitations. A participant may not have more than two outstanding loans at any time. The loans are collateralized by the balance in the participant's account and bear interest at prime plus 2% for loans granted prior to April 1, 2023 and prime plus 1% for loans granted on or after April 1, 2023. Interest and principal are repaid in equal installments over a period not to exceed 60 months, unless the loan is used to

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

acquire a participant's principal residence. Loan repayments must be made at least quarterly and cannot exceed 10% of the participant's compensation for the period. A participant also has the right to repay the loan in full at any time without penalty. Notes receivable from participants are held within the Master Trust.

Payment of Benefits

If a participant retires, dies, becomes disabled or otherwise separates from the Firm, the participant or participant's beneficiary is entitled to the vested value of his or her account. Distributions are typically made, subject to certain limitations, as lump-sum distributions. Participants are permitted to make hardship withdrawals in certain cases of immediate and heavy financial need. Participants may also elect in-service withdrawals after reaching age 59½. Rollover account balances may be withdrawn at any time. Minimum required distributions for participants who have reached age 72 (or age 73, if the participant attained the age of 72 after December 31, 2022) also apply per IRS regulations.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

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

Use of Estimates

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

Investments

The assets of the Plan are maintained under a Master Trust Agreement in the Master Trust. The Plan's interest in the Master Trust is stated 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. Plan management determines the Plan's valuation policies utilizing information provided by its investment advisors and the Plan trustee. See Note E for discussion of fair value measurements. Purchases and sales of Master Trust securities are recorded on a trade-date basis. Master Trust interest income is recorded on the accrual basis. Master Trust dividends are recorded on the ex-dividend date. Master Trust net appreciation includes 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. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Payment of Benefits

Benefit payments are recorded when paid.

Expenses

All administrative expenses of the Plan are paid by the Firm except loan origination fees, which are paid by the participant borrowers.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

NOTE C - INFORMATION CERTIFIED BY THE TRUSTEE

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Vanguard Fiduciary Trust Company (the "Trustee") has certified that the following Plan and related Master Trust information as complete and accurate:

- The Plan's interest in the Master Trust and notes receivable from participants reported in the statements of net assets available for benefits at September 30, 2023 and 2022.
- The Plan's interest in the Master Trust net investment income reported in the statement of changes in net assets available for benefits for the year ended September 30, 2023.
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NOTE D - INTEREST IN MASTER TRUST

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The following is a summary of the Master Trust assets and the Plan's divided interest in the assets of the Master Trust as of September 30, 2023 and 2022:

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Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

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Interest income on notes receivable from participants	302,951
Increase in net assets	208,727,394
Net assets	
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End of year	<u>\$ 1,587,026,157</u>

Refer to Note E for a description of the valuation methodologies used by the Master Trust.

NOTE E - FAIR VALUE MEASUREMENTS

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") No. 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level I measurements) and the lowest priority to unobservable inputs (Level III measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level I - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

Level II - Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability; and
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

Level III - 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 used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for Master Trust assets measured at fair value. There have been no changes in the methodologies used at September 30, 2023 and 2022.

- Registered investment companies and self-directed brokerage accounts are valued at the quoted net asset value ("NAV") of shares held by the Master Trust at year end as reported on the active market on which the funds are traded (Level I inputs).
- Collective trust funds: The fair value is based on the NAV, calculated and reported daily. There are no redemption restrictions or unfunded commitments as of September 30, 2023 and 2022.

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

The following tables present information about the Master Trust's investments measured at fair value on a recurring basis as of September 30, 2023 and 2022, and indicate the fair value hierarchy of the valuation techniques utilized by the Master Trust to determine such value:

	Assets at Fair Value as of September 30, 2023			
	Level I	Level II	Level III	Total
Registered investment companies	\$ 793,161,479	\$ -	\$ -	\$ 793,161,479
Collective trust funds	770,433,993	-	-	770,433,993
Self-directed brokerage accounts	18,654,961	-	-	18,654,961
Total Master Trust investments	\$1,582,250,433	\$ -	\$ -	\$1,582,250,433

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NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

	Assets at Fair Value as of September 30, 2022			
	Level I	Level II	Level III	Total
Registered investment companies	\$ 758,894,963	\$ -	\$ -	\$ 758,894,963
Collective trust funds	595,341,182	-	-	595,341,182
Self-directed brokerage accounts	19,645,624	-	-	19,645,624
Total Master Trust investments	<u>\$1,373,881,769</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,373,881,769</u>

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

The Firm evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits.

NOTE F - RELATED-PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments in registered investment companies, collective trust funds, and self-directed brokerage accounts held within the Master Trust are managed by Vanguard Fiduciary Trust Company, the Trustee of the Plan and, therefore, these transactions qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules. Notes receivable from Plan participants are also party-in-interest transactions, which are exempt from the prohibited transaction rules. Fees paid for investment management services are included as a reduction to the Plan's interest in the Morgan, Lewis & Bockius LLP Defined Contribution Plan Master Trust total investment income.

NOTE G - TAX STATUS

The Plan has received a determination letter from the IRS dated December 14, 2016 stating that the Plan and related Master Trust are designed in accordance with applicable provisions of the IRC. The Plan has been amended since receiving the determination letter. The Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC and, therefore, believes that the Plan is qualified, and the related Master Trust is tax exempt.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by taxing authorities. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of September 30, 2023 and 2022, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

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NOTES TO FINANCIAL STATEMENTS - CONTINUED

September 30, 2023 and 2022

NOTE H - PLAN TERMINATION

Although it has not expressed any intention to do so, the Firm 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, all participants would become 100% vested in the Firm's contributions to their accounts, if any.

NOTE I - RISKS AND UNCERTAINTIES

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

NOTE J - SUBSEQUENT EVENTS

Subsequent events have been evaluated through July 15, 2024, which is the date the financial statements were available to be issued. The Plan is not aware of any subsequent events that would require recognition or disclosure in the financial statements.

SUPPLEMENTAL INFORMATION

Morgan, Lewis & Bockius LLP Tax-Saver Retirement Plan

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

September 30, 2023

EIN: 23-0891050, Plan #: 005

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
*	Notes receivable from participants	Interest rates ranging from 7.50% to 10.00% and maturity dates through 2038		<u>\$ 4,775,724</u>
				<u><u>\$ 4,775,724</u></u>

* Party-in-interest.

** Cost is omitted for participant-directed investments.