

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 2023 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____ ☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan HUSCH BLACKWELL LLP 401(K) PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 01/01/1978
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) HUSCH BLACKWELL LLP 4801 MAIN STREET SUITE 1000 KANSAS CITY, MO 64112
2b	Employer Identification Number (EIN) 26-1688286
2c	Plan Sponsor's telephone number 816-983-8000
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.	09/17/2024	TONYA HAYS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 1855
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 a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 1456 6a(2) 1600 6b 20 6c 388 6d 2008 6e 3 6f 2011 6g(1) 1802 6g(2) 1950 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:

2A 2E 2F 2G 2J 2T 3B 2R

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
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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
- (4) ☐ **DCG** (Individual Plan Information) – Number Attached _____
- (5) ☐ **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information) – Number Attached 0
- (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 2023 Form M-1 annual report. If the plan was not required to file the 2023 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
		2023
		This Form is Open to Public Inspection.

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

A Name of plan HUSCH BLACKWELL LLP 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 HUSCH BLACKWELL LLP	D Employer Identification Number (EIN) 26-1688286

Part I

Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 64 65 71	RECORDKEEPER	121504	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

STRATEGIC ADVISORS, INC.

04-2654524

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	52639	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

FCI ADVISORS

43-1703335

(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?
16	INVESTMENT ADVISOR	15976	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

PROVIDENCE FINANCIAL ADVISORS, LLC

47-3575125

(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?
16 28	INVESTMENT MANAGEMENT	11590	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
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Part II**Information on Participating Plans (to be completed by DFEs, other than DCGs)**

(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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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
		2023
		This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan HUSCH BLACKWELL LLP 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 HUSCH BLACKWELL LLP	D Employer Identification Number (EIN) 26-1688286	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	12613837	14454715
(2) Participant contributions	1b(2)	589062	696467
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	3215221	3410194
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	459613436	547135058
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	0	0
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	0	0
(15) Other	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	476031556	565696434
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	476031556	565696434

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)	20636311	
(B) Participants	2a(1)(B)	19315751	
(C) Others (including rollovers)	2a(1)(C)	7034136	
(2) Noncash contributions	2a(2)	0	46986198
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	191496
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	191496	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		191496
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	0
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	0	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	0
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	0
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		82365438
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		0
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		129543132

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	42417080	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		42417080
f Corrective distributions (see instructions)	2f		3532
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Recordkeeping fees.....	2i(3)	119143	
(4) IQPA audit fees.....	2i(4)	0	
(5) Investment advisory and investment management fees	2i(5)	80204	
(6) Bank or trust company trustee/custodial fees	2i(6)	0	
(7) Actuarial fees	2i(7)	0	
(8) Legal fees	2i(8)	0	
(9) Valuation/appraisal fees	2i(9)	0	
(10) Other trustee fees and expenses	2i(10)	0	
(11) Other expenses	2i(11)	0	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		199347
j Total expenses. Add all expense amounts in column (b) and enter total	2j		42619959

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		86923173
l Transfers of assets:			
(1) To this plan	2l(1)		2742168
(2) From this plan	2l(2)		463

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: RUBINBROWN LLP

(2) EIN: 43-0765316

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) ☐ This form is filed for a CCT, PSA, DCG 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. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
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.)		☒	
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.)		☒	
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.)		☒	
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.)		☒	
e Was this plan covered by a fidelity bond?	☒		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
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?		☒	
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?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
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.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?	☒		3780
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
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.		☒	

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)
HUSCH BLACKWELL LLP ASSOCIATE 401(K) PLAN	26-1688286	012

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 2023 This Form is Open to Public Inspection.
--	--	---

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan HUSCH BLACKWELL LLP 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 HUSCH BLACKWELL LLP	D Employer Identification Number (EIN) 26-1688286	

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

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

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

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
---------	--

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
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9	If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☐ Decrease	☐ Both	☐ No
---	--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
---------	--

10	Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11	a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
	b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12	Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:		
a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ 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) and (b):

a Enter the percentage of plan assets held as:

Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____%

High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____%

b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:

☐ 0-5 years ☐ 5-10 years ☐ 10-15 years ☐ 15 years or more

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. _____

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).

☐ Design-based safe harbor method

☐ "Prior year" ADP test

☒ "Current year" ADP test

☐ N/A

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter ____/____/____ (MM/DD/YYYY) and the Opinion Letter serial number _____.

HUSCH BLACKWELL LLP
401(k) PLAN
FINANCIAL STATEMENTS
DECEMBER 31, 2023

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Independent Auditors' Report

Plan Administrator
Husch Blackwell LLP 401(k) Plan
St. Louis, Missouri

Scope And Nature Of The ERISA Section 103(a)(3)(C) Audit

We have performed audits of the financial statements of Husch Blackwell LLP 401(k) Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of Husch Blackwell LLP 401(k) Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of and for the years ended December 31, 2023 and 2022, stating that the certified investment information, as described in Notes 3 and 4 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 Auditors' 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. Our responsibilities under those standards are further described in the Auditors' Responsibilities For The Audit Of The Financial Statements section of our report. We are required to be independent of Husch Blackwell LLP 401(k) 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 Husch Blackwell LLP 401(k) Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

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

Auditors' Responsibilities For The Audit Of The Financial Statements

Except as described in the Scope And Nature Of The ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in the United States of America 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 auditing standards generally accepted in the United States of America, 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 Husch Blackwell LLP 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Husch Blackwell LLP 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter - Supplemental Schedule Required By ERISA

The supplemental schedule of assets held at year end as of December 31, 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 information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. 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).

RubinBrown LLP

September 3, 2024

HUSCH BLACKWELL LLP 401(k) PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31,	
	2023	2022
Assets		
Investments, At Fair Value		
Investment in Master Trust	\$ 547,135,058	\$ 459,613,436
Receivables		
Participant contributions	696,467	589,062
Firm contributions	14,454,715	12,613,837
Notes receivable from participants	3,453,057	3,255,670
Total Receivables	18,604,239	16,458,569
Net Assets Available For Benefits	\$ 565,739,297	\$ 476,072,005

HUSCH BLACKWELL LLP 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	For The Years Ended December 31,	
	2023	2022
Additions To Net Assets Attributed To:		
Contributions		
Firm	\$ 20,636,311	\$ 17,847,224
Participant	19,315,751	16,196,585
Participant rollovers	7,034,136	8,460,389
Total Contributions	46,986,198	42,504,198
Deductions From Net Assets Attributed To:		
Benefits paid directly to participants	42,420,612	30,801,798
Administrative expenses	199,348	211,944
Total Deductions	42,619,960	31,013,742
Investment Income (Loss)		
Net investment income (loss) from Master Trust	82,365,439	(87,439,188)
Interest Income On Notes Receivable From Participants	193,910	161,534
Net Increase (Decrease) Before Transfers From Other Plans	86,925,587	(75,787,198)
Transfers From Other Plans	2,741,705	4,050,429
Net Increase (Decrease)	89,667,292	(71,736,769)
Net Assets Available For Benefits - Beginning Of Year	476,072,005	547,808,774
Net Assets Available For Benefits - End Of Year	\$ 565,739,297	\$ 476,072,005

HUSCH BLACKWELL LLP 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

December 31, 2023 And 2022

1. Description Of The Plan

The following description of Husch Blackwell LLP 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan Document for a complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all partners and employees of Husch Blackwell LLP (the Firm or Employer) with the exception of leased employees, nonresident aliens, persons classified as independent contractors, union employees, law clerks, summer interns and summer associates, seasonal or temporary workers, and employees employed as "associate" attorneys.

Individuals are eligible to become participants in the Plan for the purpose of making 401(k) elective deferrals on their employment commencement date. Individuals are eligible to begin receiving Firm contributions as of the January 1 or July 1 entry date following the completion of one year of service. A year of service is a 12-month period beginning on the date of hire (or any subsequent Plan year) if, during that 12-month period, an employee has at least 1,000 hours of service with the Firm.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

The Plan was restated effective January 1, 2022.

Contributions

Participants may elect to contribute a portion of their compensation, as defined in the Plan Document, as elective salary deferral contributions, not to exceed limitations specified by the Internal Revenue Service (the IRS). Salary deferral contributions can be made as either pre-tax or Roth contributions. Participants may also contribute amounts representing distributions from other qualified plans (rollover).

Effective June 1, 2017, the Plan adopted an automatic 6% deferral provision for all eligible participants. Partners, temporary employees and participants who work for both Husch Blackwell and Husch Blackwell Strategies are excluded from this provision. A participant can make an election to forego or otherwise change the automatic deferral by making an affirmative election in accordance with procedures established by the Plan Administrator. Each July, the deferral election for each participant will be increased by 1%, up to a maximum deferral percentage of 10%. A participant can make an election to forego or otherwise change the automatic deferral election increases in accordance with procedures established by the Plan Administrator.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

All participants who are eligible to make elective deferrals under the Plan and who have attained age 50 before the close of the Plan year shall be eligible to make catch up contributions in accordance with, and subject to the limitations of the IRS.

Prior to January 1, 2021, the Firm contributed three percent of annual pay on behalf of each eligible participant as a “safe harbor” contribution. Effective, January 1, 2021, the Firm, at its discretion, can make a three percent non-elective contribution for participants. No discretionary non-elective contributions were made in 2023 or 2022.

The Firm may make an additional discretionary contribution to the Plan in addition to the 3% employer non-elective contribution. The Firm’s discretionary contribution, if any, will be allocated to participants who are employed on the last day of the Plan year. The additional contribution ranges from 3% to slightly higher than 10% of covered compensation except as required by the IRS to pass certain nondiscrimination rules and is based on allocation groups as defined in the Plan Document. Discretionary contributions totaled \$20,636,311 and \$17,845,103 for the years ended December 31, 2023 and 2022, respectively.

Participant Accounts

Each participant’s account is credited with the participant’s elective salary deferral contributions, the Firm’s contributions made on his or her behalf, rollover contributions, and an allocation of the Plan’s earnings. The allocation of earnings is determined by the earnings of the participant’s investment selection based on each participant’s account balance, as defined in the Plan Document. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s account.

Vesting

All participants are 100% vested in their contributions, the Firm’s contributions, and all earnings thereon.

During 2023 and 2022, forfeitures (relating to legacy accounts of former employees) in the amount of \$4,711 and \$33,348, respectively, were used to reduce Firm contributions. During 2023 and 2022, no forfeitures were used to reduce plan expenses. At December 31, 2023 and 2022, there were unapplied forfeitures of \$8,498 and \$5,347, respectively.

Payment Of Benefits

The Plan provides for retirement at age 65. At retirement, termination, or attainment of age 59-1/2, a participant may elect to receive a distribution equal to all or any portion of the value of his or her account in the form of a lump sum payment.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

In the event the participant's account does not exceed \$1,000, excluding rollover and transfer amounts, the balance shall be distributed in a lump sum or as otherwise requested by the participant following termination of employment. If the account balance exceeds \$1,000 but does not exceed \$5,000, amounts payable shall be rolled over to an individual retirement account established on behalf of the distributee, unless otherwise elected.

Participants may apply for a hardship distribution if all other distributions and loans currently available have already been received and the financial need requirements, as defined in the Plan Document, have been met. Hardship distributions may not exceed a participant's account balance less nonelective contributions, matching contributions, and the earnings on such amounts.

Notes Receivable From Participants

The Plan allows participants to borrow money from their accounts, subject to the following restrictions:

- a. No loan may be less than \$1,000.
- b. Each loan cannot exceed the lesser of:
 - (1) \$50,000 (reduced by the amount by which the highest outstanding balance of loans to the participant during the preceding year exceeds the outstanding loan balance on the date the loan is made); or
 - (2) 50% of the participant's interest in the Plan.
- c. Only one loan may be outstanding at a time, except for loan balances transferred from other plans that allowed more than one loan balance outstanding.

Loans must be repaid by the end of five years. The repayment period may be extended, for up to 15 years, if the proceeds of the loan will be used to acquire a principal residence.

Notes receivable are secured by participants' vested account balances. The loans are due in installment payments, through payroll withholding, including principal and interest at rates of prime on the first business day of the month in which the loan is processed plus 1%.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

Investment Options

Elective salary deferral, Firm, and rollover contributions credited to a participant's account are invested in funds offered under the Plan according to the investment options selected by the participant.

The Individually Directed Account alternative allows participants to establish a brokerage account and invest in any investments permitted by rules and regulations applicable to employee benefit plans and allowed by the Plan Committee.

Administrative Expenses

Certain administrative expenses are paid by the Plan and allocated to participants' accounts. The Firm, at its sole discretion may elect at any time to pay part or all of such expenses.

2. Summary Of Significant Accounting Policies

Basis Of Accounting

The financial statements of the Plan are prepared on an accrual basis of accounting.

Estimates And Assumptions

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions to and deductions from net assets during the reporting period. Actual results could differ from those estimates.

Investment Valuation And Investment Income (Loss) Recognition

Investments in the Husch Blackwell LLP Master Trust (the Master Trust) are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

Net investment income (loss) from the Plan's interest in the Master Trust consists of realized gains and losses and the unrealized appreciation (depreciation) in the fair value of those investments, as well as interest and dividends earned. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned. Dividends are recorded on the ex-dividend date.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

Notes Receivable From Participants

Notes receivable from participants are measured at the unpaid principal balance plus accrued but unpaid interest. Interest income is recorded as earned on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2023 or 2022. Delinquent notes receivable are recorded as a distribution based upon the terms of the Plan Document.

Contributions Receivable And Credit Loss Policy

As of January 1, 2023, the Plan adopted Accounting Standards Codification Topic 326, Financial Instruments – *Credit Losses*, using a modified-retrospective approach. The standard replaces the previous incurred loss model and requires entities to record an estimate of expected losses on financial assets for the remaining estimated life of the asset. This estimate must include consideration of historical experience, current conditions and reasonable and supportable forecasts. The standard applies to the Plan's Firm contributions receivable. The adoption did not have a material impact on these financial statements.

The Plan has concluded that no allowance for current expected credit losses was necessary at December 31, 2023 and no allowance for doubtful accounts was necessary at December 31, 2022.

Payment Of Benefits

Benefits are recorded when paid.

Subsequent Events

Management evaluates subsequent events through the date the financial statements are available for issue, which is the date of the Independent Auditors' Report.

3. Certified Investment Information

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company (the Trustee) has certified that the following investment information included in the accompanying financial statements and supplemental schedule is complete and accurate:

- Investment in Master Trust and notes receivable from participants as shown on the statements of net assets available for benefits as of December 31, 2023 and 2022;

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements *(Continued)*

- Net investment income (loss) from Master Trust and interest income on notes receivable from participants as shown in the statement of changes in net assets available for benefits for the years ended December 31, 2023 and 2022;
- Investment information included on the supplemental schedule of assets held at end of year as of December 31, 2023.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

4. Investment In Master Trust

Plan investments are held in the Master Trust. The Master Trust was established for the investment of assets of the Plan and another Firm-sponsored retirement plan. Each plan is a sub-account under the Master Trust. The Plan may invest in any or all of the investments in the Master Trust. Financial information relating to the investments in the Master Trust is included in the financial statements and is based on information provided by Trustee.

Investment income and administrative expenses charged to each plan are based on actual income and expenses that were incurred.

Financial information related to the investments and earnings of the Master Trust assets, which has not been audited by the Plan's independent auditors, has been certified by Trustee as complete and accurate. The following table presents the net assets of the Master Trust at December 31:

	2023		2022	
	Master Trust	Plan's Interest In Master Trust	Master Trust	Plan's Interest In Master Trust
Assets				
Investments				
Mutual funds	\$ 471,402,289	\$ 439,869,591	\$ 385,249,072	\$ 360,987,974
Individually directed accounts	96,302,965	96,012,734	85,272,919	85,026,037
Money market fund	11,434,297	11,252,733	13,757,859	13,599,425
Net Assets Available For Benefits	\$ 579,139,551	\$ 547,135,058	\$ 484,279,850	\$ 459,613,436

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

Changes in Master Trust net assets were as follows:

	For The Years Ended December 31,	
	2023	2022
Additions To Net Assets Attributed To:		
Transfers in	\$ 53,216,894	\$ 48,539,253
Deductions From Net Assets Attributed To:		
Transfers out	45,830,700	34,945,551
Administrative expenses	237,539	246,860
Total Deductions	46,068,239	35,192,411
Investment Income (Loss)		
Net appreciation (depreciation)	81,750,927	(97,340,347)
Interest and dividend income	5,756,058	4,705,899
Other income	204,061	166,409
Net Investment Income (Loss)	87,711,046	(92,468,039)
Net Increase (Decrease)	94,859,701	(79,121,197)
Net Assets Available For Benefits - Beginning Of Year	484,279,850	563,401,047
Net Assets Available For Benefits - End Of Year	\$ 579,139,551	\$ 484,279,850

5. Fair Value Measurements Of The Master Trust

The Master Trust utilizes accounting standards related to fair value measurements, which establish a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- | | |
|---------|---|
| Level 1 | Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Master Trust has the ability to access. |
| Level 2 | Inputs to the valuation methodology include: <ul style="list-style-type: none">• Quoted prices for similar assets or liabilities in active markets;• Quoted prices for identical or similar assets or liabilities in inactive markets; |

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

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

Mutual Funds And Money Market Fund

Valued at the daily closing price as reported by the fund. Mutual funds and money market fund held by the Master Trust are open-end mutual funds and money market fund that are registered with the Securities and Exchange Commission (SEC). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds and money market fund held by the Master Trust are deemed to be actively traded.

Individually Directed Accounts

Self-directed brokerage accounts are mainly comprised of common stock, mutual funds, and interest bearing cash. Common stock is valued at the closing price reported on the active market on which the individual securities are traded. The interest in mutual funds are open-end investment funds that are registered with the SEC. These mutual funds are required to publish their daily net asset value and transact at that price. Fair value of interest bearing cash represents deposits plus interest less withdrawals and expenses.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

The following table sets forth by level, within the fair value hierarchy, the Master Trust's assets at fair value as of December 31, 2023:

	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 471,402,289	\$ —	\$ —	\$ 471,402,289
Individually directed accounts	95,270,119	1,032,846	—	96,302,965
Money market fund	11,434,297	—	—	11,434,297
Total assets at fair value	\$ 578,106,705	\$ 1,032,846	\$ —	\$ 579,139,551

The following table sets forth by level, within the fair value hierarchy, the Master Trust's assets at fair value as of December 31, 2022:

	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 385,249,072	\$ —	\$ —	\$ 385,249,072
Individually directed accounts	84,160,736	1,112,183	—	85,272,919
Money market fund	13,757,859	—	—	13,757,859
Total assets at fair value	\$ 483,167,667	\$ 1,112,183	\$ —	\$ 484,279,850

There have been no changes in the valuation methodologies used at December 31, 2023 or 2022.

6. Transfers From (To) Other Plans

Account balances totaling \$2,741,705 and \$4,228,806 were transferred into the Plan during 2023 and 2022, respectively, from the Husch Blackwell LLP Associates 401(k) for associates who became partners, senior counsel or business professionals. Account balances totaling \$178,377 were transferred out of the plan during 2022, related to Husch Blackwell Strategies, LLC assets leaving the plan.

7. Plan Termination

Although it has not expressed an 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. If the Plan is terminated, participants would remain 100% vested in their accounts.

8. Risk And Uncertainties

The Master Trust 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 that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

9. Party In Interest Transactions

Certain Plan investments are managed by the Trustee. The related transactions with the Trustee qualify as allowable party in interest transactions.

Certain employees have outstanding loans with the Plan as of December 31, 2023 and 2022. These loans are considered party in interest transactions in accordance with Departments of Labor guidelines.

10. Income Tax Status

As of year end, the Plan's latest determination letter was as of April 17, 2017, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC) and, therefore, were not subject to tax.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements *(Continued)*

11. Reconciliation Of Financial Statements To Form 5500

The following is a reconciliation of the net assets available for benefits per the financial statements to Form 5500:

	<u>2023</u>	<u>2022</u>
Net assets available for benefits per the financial statements	\$ 565,739,297	\$ 476,072,005
Adjustment for deemed distributed loans	(42,863)	(40,449)
Net assets available for benefits per form 5500	<u>\$ 565,696,434</u>	<u>\$ 476,031,556</u>

The following is a reconciliation of the net increase before transfers from other plans per financial statements to Form 5500, at December 31, 2023:

Net increase before transfers per the financial statements	\$ 86,925,587
Adjustment for net change in deemed distributed loans	<u>(2,414)</u>
Net income per Form 5500	<u>\$ 86,923,173</u>

Supplemental Schedule

HUSCH BLACKWELL LLP 401(k) PLAN

EIN: 26-1688286 PLAN NUMBER: 01
SCHEDULE OF ASSETS HELD AT END OF YEAR
December 31, 2023

Identity Of Issue, Borrower, Lessor, Etc.	Description Of Investment	Current Value
Notes Receivable From Participants*		
(bearing interest at rates ranging from 3.13% to 10.50%, due at various dates through August 2038)		<u>\$ 3,410,194</u>

* Denotes allowable party-in-interest

The above information is a required disclosure for IRS Form 5500, Schedule H, part IV, line 4i.

HUSCH BLACKWELL LLP
401(k) PLAN
FINANCIAL STATEMENTS
DECEMBER 31, 2023

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Independent Auditors' Report

Plan Administrator
Husch Blackwell LLP 401(k) Plan
St. Louis, Missouri

Scope And Nature Of The ERISA Section 103(a)(3)(C) Audit

We have performed audits of the financial statements of Husch Blackwell LLP 401(k) Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of Husch Blackwell LLP 401(k) Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of and for the years ended December 31, 2023 and 2022, stating that the certified investment information, as described in Notes 3 and 4 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 Auditors' 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. Our responsibilities under those standards are further described in the Auditors' Responsibilities For The Audit Of The Financial Statements section of our report. We are required to be independent of Husch Blackwell LLP 401(k) 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 Husch Blackwell LLP 401(k) Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

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

Auditors' Responsibilities For The Audit Of The Financial Statements

Except as described in the Scope And Nature Of The ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in the United States of America 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 auditing standards generally accepted in the United States of America, 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 Husch Blackwell LLP 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Husch Blackwell LLP 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter - Supplemental Schedule Required By ERISA

The supplemental schedule of assets held at year end as of December 31, 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 information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. 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).

RubinBrown LLP

September 3, 2024

HUSCH BLACKWELL LLP 401(k) PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31,	
	2023	2022
Assets		
Investments, At Fair Value		
Investment in Master Trust	\$ 547,135,058	\$ 459,613,436
Receivables		
Participant contributions	696,467	589,062
Firm contributions	14,454,715	12,613,837
Notes receivable from participants	3,453,057	3,255,670
Total Receivables	18,604,239	16,458,569
Net Assets Available For Benefits	\$ 565,739,297	\$ 476,072,005

HUSCH BLACKWELL LLP 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	For The Years Ended December 31,	
	2023	2022
Additions To Net Assets Attributed To:		
Contributions		
Firm	\$ 20,636,311	\$ 17,847,224
Participant	19,315,751	16,196,585
Participant rollovers	7,034,136	8,460,389
Total Contributions	46,986,198	42,504,198
Deductions From Net Assets Attributed To:		
Benefits paid directly to participants	42,420,612	30,801,798
Administrative expenses	199,348	211,944
Total Deductions	42,619,960	31,013,742
Investment Income (Loss)		
Net investment income (loss) from Master Trust	82,365,439	(87,439,188)
Interest Income On Notes Receivable From Participants	193,910	161,534
Net Increase (Decrease) Before Transfers From Other Plans	86,925,587	(75,787,198)
Transfers From Other Plans	2,741,705	4,050,429
Net Increase (Decrease)	89,667,292	(71,736,769)
Net Assets Available For Benefits - Beginning Of Year	476,072,005	547,808,774
Net Assets Available For Benefits - End Of Year	\$ 565,739,297	\$ 476,072,005

HUSCH BLACKWELL LLP 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

December 31, 2023 And 2022

1. Description Of The Plan

The following description of Husch Blackwell LLP 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan Document for a complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all partners and employees of Husch Blackwell LLP (the Firm or Employer) with the exception of leased employees, nonresident aliens, persons classified as independent contractors, union employees, law clerks, summer interns and summer associates, seasonal or temporary workers, and employees employed as "associate" attorneys.

Individuals are eligible to become participants in the Plan for the purpose of making 401(k) elective deferrals on their employment commencement date. Individuals are eligible to begin receiving Firm contributions as of the January 1 or July 1 entry date following the completion of one year of service. A year of service is a 12-month period beginning on the date of hire (or any subsequent Plan year) if, during that 12-month period, an employee has at least 1,000 hours of service with the Firm.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

The Plan was restated effective January 1, 2022.

Contributions

Participants may elect to contribute a portion of their compensation, as defined in the Plan Document, as elective salary deferral contributions, not to exceed limitations specified by the Internal Revenue Service (the IRS). Salary deferral contributions can be made as either pre-tax or Roth contributions. Participants may also contribute amounts representing distributions from other qualified plans (rollover).

Effective June 1, 2017, the Plan adopted an automatic 6% deferral provision for all eligible participants. Partners, temporary employees and participants who work for both Husch Blackwell and Husch Blackwell Strategies are excluded from this provision. A participant can make an election to forego or otherwise change the automatic deferral by making an affirmative election in accordance with procedures established by the Plan Administrator. Each July, the deferral election for each participant will be increased by 1%, up to a maximum deferral percentage of 10%. A participant can make an election to forego or otherwise change the automatic deferral election increases in accordance with procedures established by the Plan Administrator.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

All participants who are eligible to make elective deferrals under the Plan and who have attained age 50 before the close of the Plan year shall be eligible to make catch up contributions in accordance with, and subject to the limitations of the IRS.

Prior to January 1, 2021, the Firm contributed three percent of annual pay on behalf of each eligible participant as a “safe harbor” contribution. Effective, January 1, 2021, the Firm, at its discretion, can make a three percent non-elective contribution for participants. No discretionary non-elective contributions were made in 2023 or 2022.

The Firm may make an additional discretionary contribution to the Plan in addition to the 3% employer non-elective contribution. The Firm’s discretionary contribution, if any, will be allocated to participants who are employed on the last day of the Plan year. The additional contribution ranges from 3% to slightly higher than 10% of covered compensation except as required by the IRS to pass certain nondiscrimination rules and is based on allocation groups as defined in the Plan Document. Discretionary contributions totaled \$20,636,311 and \$17,845,103 for the years ended December 31, 2023 and 2022, respectively.

Participant Accounts

Each participant’s account is credited with the participant’s elective salary deferral contributions, the Firm’s contributions made on his or her behalf, rollover contributions, and an allocation of the Plan’s earnings. The allocation of earnings is determined by the earnings of the participant’s investment selection based on each participant’s account balance, as defined in the Plan Document. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s account.

Vesting

All participants are 100% vested in their contributions, the Firm’s contributions, and all earnings thereon.

During 2023 and 2022, forfeitures (relating to legacy accounts of former employees) in the amount of \$4,711 and \$33,348, respectively, were used to reduce Firm contributions. During 2023 and 2022, no forfeitures were used to reduce plan expenses. At December 31, 2023 and 2022, there were unapplied forfeitures of \$8,498 and \$5,347, respectively.

Payment Of Benefits

The Plan provides for retirement at age 65. At retirement, termination, or attainment of age 59-1/2, a participant may elect to receive a distribution equal to all or any portion of the value of his or her account in the form of a lump sum payment.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements *(Continued)*

In the event the participant's account does not exceed \$1,000, excluding rollover and transfer amounts, the balance shall be distributed in a lump sum or as otherwise requested by the participant following termination of employment. If the account balance exceeds \$1,000 but does not exceed \$5,000, amounts payable shall be rolled over to an individual retirement account established on behalf of the distributee, unless otherwise elected.

Participants may apply for a hardship distribution if all other distributions and loans currently available have already been received and the financial need requirements, as defined in the Plan Document, have been met. Hardship distributions may not exceed a participant's account balance less nonelective contributions, matching contributions, and the earnings on such amounts.

Notes Receivable From Participants

The Plan allows participants to borrow money from their accounts, subject to the following restrictions:

- a. No loan may be less than \$1,000.
- b. Each loan cannot exceed the lesser of:
 - (1) \$50,000 (reduced by the amount by which the highest outstanding balance of loans to the participant during the preceding year exceeds the outstanding loan balance on the date the loan is made); or
 - (2) 50% of the participant's interest in the Plan.
- c. Only one loan may be outstanding at a time, except for loan balances transferred from other plans that allowed more than one loan balance outstanding.

Loans must be repaid by the end of five years. The repayment period may be extended, for up to 15 years, if the proceeds of the loan will be used to acquire a principal residence.

Notes receivable are secured by participants' vested account balances. The loans are due in installment payments, through payroll withholding, including principal and interest at rates of prime on the first business day of the month in which the loan is processed plus 1%.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

Investment Options

Elective salary deferral, Firm, and rollover contributions credited to a participant's account are invested in funds offered under the Plan according to the investment options selected by the participant.

The Individually Directed Account alternative allows participants to establish a brokerage account and invest in any investments permitted by rules and regulations applicable to employee benefit plans and allowed by the Plan Committee.

Administrative Expenses

Certain administrative expenses are paid by the Plan and allocated to participants' accounts. The Firm, at its sole discretion may elect at any time to pay part or all of such expenses.

2. Summary Of Significant Accounting Policies

Basis Of Accounting

The financial statements of the Plan are prepared on an accrual basis of accounting.

Estimates And Assumptions

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions to and deductions from net assets during the reporting period. Actual results could differ from those estimates.

Investment Valuation And Investment Income (Loss) Recognition

Investments in the Husch Blackwell LLP Master Trust (the Master Trust) are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

Net investment income (loss) from the Plan's interest in the Master Trust consists of realized gains and losses and the unrealized appreciation (depreciation) in the fair value of those investments, as well as interest and dividends earned. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned. Dividends are recorded on the ex-dividend date.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

Notes Receivable From Participants

Notes receivable from participants are measured at the unpaid principal balance plus accrued but unpaid interest. Interest income is recorded as earned on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2023 or 2022. Delinquent notes receivable are recorded as a distribution based upon the terms of the Plan Document.

Contributions Receivable And Credit Loss Policy

As of January 1, 2023, the Plan adopted Accounting Standards Codification Topic 326, Financial Instruments – *Credit Losses*, using a modified-retrospective approach. The standard replaces the previous incurred loss model and requires entities to record an estimate of expected losses on financial assets for the remaining estimated life of the asset. This estimate must include consideration of historical experience, current conditions and reasonable and supportable forecasts. The standard applies to the Plan's Firm contributions receivable. The adoption did not have a material impact on these financial statements.

The Plan has concluded that no allowance for current expected credit losses was necessary at December 31, 2023 and no allowance for doubtful accounts was necessary at December 31, 2022.

Payment Of Benefits

Benefits are recorded when paid.

Subsequent Events

Management evaluates subsequent events through the date the financial statements are available for issue, which is the date of the Independent Auditors' Report.

3. Certified Investment Information

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company (the Trustee) has certified that the following investment information included in the accompanying financial statements and supplemental schedule is complete and accurate:

- Investment in Master Trust and notes receivable from participants as shown on the statements of net assets available for benefits as of December 31, 2023 and 2022;

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements *(Continued)*

- Net investment income (loss) from Master Trust and interest income on notes receivable from participants as shown in the statement of changes in net assets available for benefits for the years ended December 31, 2023 and 2022;
- Investment information included on the supplemental schedule of assets held at end of year as of December 31, 2023.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

4. Investment In Master Trust

Plan investments are held in the Master Trust. The Master Trust was established for the investment of assets of the Plan and another Firm-sponsored retirement plan. Each plan is a sub-account under the Master Trust. The Plan may invest in any or all of the investments in the Master Trust. Financial information relating to the investments in the Master Trust is included in the financial statements and is based on information provided by Trustee.

Investment income and administrative expenses charged to each plan are based on actual income and expenses that were incurred.

Financial information related to the investments and earnings of the Master Trust assets, which has not been audited by the Plan's independent auditors, has been certified by Trustee as complete and accurate. The following table presents the net assets of the Master Trust at December 31:

	2023		2022	
	Master Trust	Plan's Interest In Master Trust	Master Trust	Plan's Interest In Master Trust
Assets				
Investments				
Mutual funds	\$ 471,402,289	\$ 439,869,591	\$ 385,249,072	\$ 360,987,974
Individually directed accounts	96,302,965	96,012,734	85,272,919	85,026,037
Money market fund	11,434,297	11,252,733	13,757,859	13,599,425
Net Assets Available For Benefits	\$ 579,139,551	\$ 547,135,058	\$ 484,279,850	\$ 459,613,436

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

Changes in Master Trust net assets were as follows:

	For The Years Ended December 31,	
	2023	2022
Additions To Net Assets Attributed To:		
Transfers in	\$ 53,216,894	\$ 48,539,253
Deductions From Net Assets Attributed To:		
Transfers out	45,830,700	34,945,551
Administrative expenses	237,539	246,860
Total Deductions	46,068,239	35,192,411
Investment Income (Loss)		
Net appreciation (depreciation)	81,750,927	(97,340,347)
Interest and dividend income	5,756,058	4,705,899
Other income	204,061	166,409
Net Investment Income (Loss)	87,711,046	(92,468,039)
Net Increase (Decrease)	94,859,701	(79,121,197)
Net Assets Available For Benefits - Beginning Of Year	484,279,850	563,401,047
Net Assets Available For Benefits - End Of Year	\$ 579,139,551	\$ 484,279,850

5. Fair Value Measurements Of The Master Trust

The Master Trust utilizes accounting standards related to fair value measurements, which establish a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- | | |
|---------|---|
| Level 1 | Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Master Trust has the ability to access. |
| Level 2 | Inputs to the valuation methodology include: <ul style="list-style-type: none">• Quoted prices for similar assets or liabilities in active markets;• Quoted prices for identical or similar assets or liabilities in inactive markets; |

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

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

Mutual Funds And Money Market Fund

Valued at the daily closing price as reported by the fund. Mutual funds and money market fund held by the Master Trust are open-end mutual funds and money market fund that are registered with the Securities and Exchange Commission (SEC). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds and money market fund held by the Master Trust are deemed to be actively traded.

Individually Directed Accounts

Self-directed brokerage accounts are mainly comprised of common stock, mutual funds, and interest bearing cash. Common stock is valued at the closing price reported on the active market on which the individual securities are traded. The interest in mutual funds are open-end investment funds that are registered with the SEC. These mutual funds are required to publish their daily net asset value and transact at that price. Fair value of interest bearing cash represents deposits plus interest less withdrawals and expenses.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements (*Continued*)

The following table sets forth by level, within the fair value hierarchy, the Master Trust's assets at fair value as of December 31, 2023:

	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 471,402,289	\$ —	\$ —	\$ 471,402,289
Individually directed accounts	95,270,119	1,032,846	—	96,302,965
Money market fund	11,434,297	—	—	11,434,297
Total assets at fair value	\$ 578,106,705	\$ 1,032,846	\$ —	\$ 579,139,551

The following table sets forth by level, within the fair value hierarchy, the Master Trust's assets at fair value as of December 31, 2022:

	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 385,249,072	\$ —	\$ —	\$ 385,249,072
Individually directed accounts	84,160,736	1,112,183	—	85,272,919
Money market fund	13,757,859	—	—	13,757,859
Total assets at fair value	\$ 483,167,667	\$ 1,112,183	\$ —	\$ 484,279,850

There have been no changes in the valuation methodologies used at December 31, 2023 or 2022.

6. Transfers From (To) Other Plans

Account balances totaling \$2,741,705 and \$4,228,806 were transferred into the Plan during 2023 and 2022, respectively, from the Husch Blackwell LLP Associates 401(k) for associates who became partners, senior counsel or business professionals. Account balances totaling \$178,377 were transferred out of the plan during 2022, related to Husch Blackwell Strategies, LLC assets leaving the plan.

7. Plan Termination

Although it has not expressed an 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. If the Plan is terminated, participants would remain 100% vested in their accounts.

8. Risk And Uncertainties

The Master Trust 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 that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

9. Party In Interest Transactions

Certain Plan investments are managed by the Trustee. The related transactions with the Trustee qualify as allowable party in interest transactions.

Certain employees have outstanding loans with the Plan as of December 31, 2023 and 2022. These loans are considered party in interest transactions in accordance with Departments of Labor guidelines.

10. Income Tax Status

As of year end, the Plan's latest determination letter was as of April 17, 2017, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC) and, therefore, were not subject to tax.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

HUSCH BLACKWELL LLP 401(k) PLAN

Notes To Financial Statements *(Continued)*

11. Reconciliation Of Financial Statements To Form 5500

The following is a reconciliation of the net assets available for benefits per the financial statements to Form 5500:

	<u>2023</u>	<u>2022</u>
Net assets available for benefits per the financial statements	\$ 565,739,297	\$ 476,072,005
Adjustment for deemed distributed loans	(42,863)	(40,449)
Net assets available for benefits per form 5500	<u>\$ 565,696,434</u>	<u>\$ 476,031,556</u>

The following is a reconciliation of the net increase before transfers from other plans per financial statements to Form 5500, at December 31, 2023:

Net increase before transfers per the financial statements	\$ 86,925,587
Adjustment for net change in deemed distributed loans	<u>(2,414)</u>
Net income per Form 5500	<u>\$ 86,923,173</u>

Supplemental Schedule

HUSCH BLACKWELL LLP 401(k) PLAN

EIN: 26-1688286 PLAN NUMBER: 01
SCHEDULE OF ASSETS HELD AT END OF YEAR
December 31, 2023

Identity Of Issue, Borrower, Lessor, Etc.	Description Of Investment	Current Value
Notes Receivable From Participants*		
(bearing interest at rates ranging from 3.13% to 10.50%, due at various dates through August 2038)		<u>\$ 3,410,194</u>

* Denotes allowable party-in-interest

The above information is a required disclosure for IRS Form 5500, Schedule H, part IV, line 4i.