

<div>Form 5500</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Annual Return/Report of Employee Benefit Plan</div> <div>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).</div> <div>▶ Complete all entries in accordance with the instructions to the Form 5500.</div>	<div>OMB Nos. 1210-0110 1210-0089</div> <div>2023</div> <div>This Form is Open to Public Inspection</div>
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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: <div><div>☐ a multiemployer plan</div><div>☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)</div><div>☒ a single-employer plan</div><div>☐ a DFE (specify) _____</div><div>☐ the first return/report</div><div>☐ the final return/report</div><div>☐ an amended return/report</div><div>☐ a short plan year return/report (less than 12 months)</div></div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: <div><div>☒ Form 5558</div><div>☐ automatic extension</div><div>☐ the DFVC program</div><div>☐ special extension (enter description)</div></div>
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 HUNTINGTON BANCSHARES RETIREMENT PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 01/01/1954
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) HUNTINGTON BANCSHARES INCORPORATED TASIA MCINTYRE 37 WEST BROAD STREET HP0500 COLUMBUS, OH 43215
2b	Employer Identification Number (EIN) 31-0724920
2c	Plan Sponsor's telephone number 614-480-6327
2d	Business code (see instructions) 522110

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/11/2024	TASIA MCINTYRE
	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 HUNTINGTON BANCSHARES INC RETIREMENT COMMITTEE TASIA MCINTYRE 37 WEST BROAD STREET HP0500 COLUMBUS, OH 43215		3b Administrator's EIN 31-0883768 3c Administrator's telephone number 614-480-6327
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 11978
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) 3026 6a(2) 2764 6b 4180 6c 4304 6d 11248 6e 459 6f 11707 6g(1) 6g(2) 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: 1A 1C 1I 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary (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 <u>0</u> (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 _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2023</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
▶ Round off amounts to nearest dollar.	
▶ Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan HUNTINGTON BANCSHARES RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF HUNTINGTON BANCSHARES INCORPORATED	D Employer Identification Number (EIN) 31-0724920
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information			
1	Enter the valuation date: Month 01 Day 01 Year 2023			
2	Assets:			
a	Market value	2a	715425811	
b	Actuarial value	2b	786968392	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a	For retired participants and beneficiaries receiving payment	4379	316443004	316443004
b	For terminated vested participants	4616	179959199	179959199
c	For active participants	3026	162723018	166621486
d	Total	12021	659125221	663023689
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a	Funding target disregarding prescribed at-risk assumptions	4a		
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	5.30 %	
6	Target normal cost			
a	Present value of current plan year accruals	6a	0	
b	Expected plan-related expenses	6b	2800000	
c	Target normal cost	6c	2800000	

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<div>SIGN HERE</div>	<div>Signature of actuary</div> <div>RACHEL A. BATTAH</div> <div>Type or print name of actuary</div> <div>MERCER</div> <div>Firm name</div> <div>325 JOHN H. MCCONNELL BLVD. STE 350 COLUMBUS, OH 43215-7644</div> <div>Address of the firm</div>	<div>09/18/2024</div> <div>Date</div> <div>23-06672</div> <div>Most recent enrollment number</div> <div>614-227-5500</div> <div>Telephone number (including area code)</div>
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Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	164836705	2660
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	164836705	2660
10 Interest on line 9 using prior year's actual return of <u>-22.93</u> %	-37797056	-610
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.47</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	127039649	2050

Part III Funding Percentages

14 Funding target attainment percentage	14	99.53 %
15 Adjusted funding target attainment percentage	15	118.69 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	149.40 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost
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21 Discount rate:			
a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %
	☐ N/A, full yield curve used		
b Applicable month (enter code).....	21b	0	
22 Weighted average retirement age	22	61	
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI	Miscellaneous Items
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24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Demographic and benefit information		
a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27	

Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years
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28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII	Minimum Required Contribution For Current Year
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31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6c).....	31a	2800000	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....	34	2800000	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	2800000	0	2800000
36 Additional cash requirement (line 34 minus line 35).....	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX	Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)
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41 If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☐ 2020 ☒ 2021
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<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	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

<div>A</div> <div>Name of plan</div> <div>HUNTINGTON BANCSHARES RETIREMENT PLAN</div>	<div>B</div> <div>Three-digit plan number (PN)</div> <div>▶</div> <div>001</div>
<div>C</div> <div>Plan sponsor's name as shown on line 2a of Form 5500</div> <div>HUNTINGTON BANCSHARES INCORPORATED</div>	<div>D</div> <div>Employer Identification Number (EIN)</div> <div>31-0724920</div>

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).....

No

Yes

☒
- 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

(b)

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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)

WILLIS TOWERS WATSON US LLC

53-0181291

(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?
14 15	NONE	1158371	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MERCER INVESTMENTS LLC

30-0282430

(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?
17 51 27 52	FIDUCIARY	422985	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

MERCER US LLC

13-2834414

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 17	NONE	135145	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)

HUNTINGTON NATIONAL BANK

31-0966785

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	SUBSIDIARY	119612	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

NORTHERN TRUST

36-1561860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	NONE	60801	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

CLIFTON LARSON ALLEN LLP

41-0746749

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	NONE	13125	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)

STATE STREET GLOBAL ADVISORS

81-4017137

(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?
18 19 51	NONE	12066	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

PRUDENTIAL TRUST CO

23-6994310

(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?
51	NONE	12064	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

A Name of plan <u>HUNTINGTON BANCSHARES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
---	--

C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>HUNTINGTON BANCSHARES INCORPORATED</u>	D Employer Identification Number (EIN) <u>31-0724920</u>
---	--

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: ACADIAN GLBL LOW VLTLY EQTY FUND

b Name of sponsor of entity listed in (a): ACADIAN ASSET MANAGEMENT LLC

c EIN-PN <u>04-2929221-010</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>10461876</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA US LONG GOV'T BOND INDX NL SF

b Name of sponsor of entity listed in (a): STATE STREET BANK AND TRUST COMPANY

c EIN-PN <u>90-0337987-182</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>85279236</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA ALL CAP EQUITY INDEX SECURITIE

b Name of sponsor of entity listed in (a): STATE STREET BANK AND TRUST COMPANY

c EIN-PN <u>32-6528132-055</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>35331310</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA INTERMEDIATE GOVT INDEX

b Name of sponsor of entity listed in (a): STATE STREET BANK AND TRUST COMPANY

c EIN-PN <u>32-6528132-058</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>40988143</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRUDENTIAL LONG DUR CREDIT FUND

b Name of sponsor of entity listed in (a): PRUDENTIAL TRUST COMPANY

c EIN-PN <u>23-6994310-222</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>212219549</u>
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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)
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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)
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a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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 HUNTINGTON BANCSHARES RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 HUNTINGTON BANCSHARES INCORPORATED	D Employer Identification Number (EIN) 31-0724920	

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	34011	59046
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	7081566	3672427
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	22583868	16965484
(2) U.S. Government securities	1c(2)	152716017	71400219
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	406772382	229668338
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	23370641	22639131
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	88708687	373818238
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)	9109699	10461876
(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)		
(15) Other	1c(15)	4999619	4824724

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	715376490	733509483
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	431154	743554
i Acquisition indebtedness	1i		
j Other liabilities	1j	1395999	1406601
k Total liabilities (add all amounts in lines 1g through 1j)	1k	1827153	2150155
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	713549337	731359328

Part II Income and Expense Statement

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

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	374146	
(B) U.S. Government securities	2b(1)(B)	3618042	
(C) Corporate debt instruments	2b(1)(C)	18447177	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	179499	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		22618864
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	312632954	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	408747570	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-96114616
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	91762580	
(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)		19158856
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		466342
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		28514937
d Total income. Add all income amounts in column (b) and enter total	2d		66406963

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	45510439	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		45510439
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees.....	2i(2)	1158371	
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)	13125	
(5) Investment advisory and investment management fees	2i(5)	447115	
(6) Bank or trust company trustee/custodial fees	2i(6)	180413	
(7) Actuarial fees	2i(7)	135145	
(8) Legal fees	2i(8)	2476	
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	1149888	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		3086533
j Total expenses. Add all expense amounts in column (b) and enter total	2j		48596972

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		17809991
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **CLIFTONLARSONALLEN LLP**

(2) EIN: **41-0746749**

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?	☒		100000000
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?		☒	
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)

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 521377.

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>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).</div> <div>▶ File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2023</div> <div>This Form is Open to Public Inspection.</div>
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

<div>A Name of plan HUNTINGTON BANCSHARES RETIREMENT PLAN</div>	<div>B Three-digit plan number (PN) ▶ 001</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500 HUNTINGTON BANCSHARES INCORPORATED</div>	<div>D Employer Identification Number (EIN) 31-0724920</div>

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

<div>1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....</div>	<div>1</div>	<div>0</div>
<div>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): 31-6243960 36-1561860</div>		
<div>Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.</div>		
<div>3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year</div>	<div>3</div>	<div>174</div>

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.)
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<div>4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?</div>	<div>☐ Yes ☒ No ☐ N/A</div>
<div>If the plan is a defined benefit plan, go to line 8.</div>	
<div>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.</div>	
<div>6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)</div>	<div>6a</div>
<div>b Enter the amount contributed by the employer to the plan for this plan year</div>	<div>6b</div>
<div>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)</div>	<div>6c</div>
<div>If you completed line 6c, skip lines 8 and 9.</div>	
<div>7 Will the minimum funding amount reported on line 6c be met by the funding deadline?</div>	<div>☐ Yes ☐ No ☐ N/A</div>
<div>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?</div>	<div>☐ Yes ☐ No ☒ N/A</div>

Part III	Amendments
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<div>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.</div>	<div>☐ Increase ☐ Decrease ☐ Both ☒ No</div>
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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.
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<div>10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?</div>	<div>☐ Yes ☐ No</div>
<div>11 a Does the ESOP hold any preferred stock?</div>	<div>☐ Yes ☐ No</div>
<div>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.)</div>	<div>☐ Yes ☐ No</div>
<div>12 Does the ESOP hold any stock that is not readily tradable on an established securities market?</div>	<div>☐ Yes ☐ No</div>

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

Schedule R (Form 5500) 2023
v. 230707

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).)

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a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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c Dollar amount contributed by employer

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(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) 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) 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)	14a 14b 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 b The corresponding number for the second preceding plan year	15a 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 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	16a 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
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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: <u>6.0</u> % Private Equity: <u>3.0</u> % Investment-Grade Debt and Interest Rate Hedging Assets: <u>90.0</u> % High-Yield Debt: _____ % Real Assets: _____ % Cash or Cash Equivalents: <u>1.0</u> % 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 _____.	

Huntington Bancshares

Retirement Plan

Employer ID No.: 31-0724920
Plan No.: 001

Financial Statements as of and for the
Years Ended December 31, 2023 and 2022,
ERISA - REQUIRED SUPPLEMENTAL SCHEDULES as of and for the
Year Ended December 31, 2023, and
Report of Independent Auditors

HUNTINGTON BANCSHARES RETIREMENT PLAN

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ERISA - REQUIRED SUPPLEMENTAL SCHEDULES:	<u>16</u>
Schedule H, Part IV, Line 4i — Schedule of Assets (Held at End of Year)	<u>17</u>
Schedule H, Part IV, Line 4j — Schedule of Reportable Transactions	<u>31</u>
NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	



INDEPENDENT AUDITORS' REPORT

Plan Administrator
Huntington Bancshares Retirement Plan
Columbus, Ohio

Report on the Audit of the Financial Statements

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

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

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

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the years ended December 31, 2023 and 2022, stating that the certified investment information, as described in Note 5 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 financial statements referred to above, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- the information in the financial statements referred to above related to assets held by and certified to by 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 (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Huntington Bancshares Retirement 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 Huntington Bancshares Retirement 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 GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

Plan Administrator
Huntington Bancshares Retirement Plan

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Huntington Bancshares Retirement 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 Huntington Bancshares Retirement Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Other Matter — Supplemental Schedules Required by ERISA

The supplemental schedule of assets (held at end of year) and schedule of reportable transactions as of or for the year ended December 31, 2023 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental 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 schedules, we evaluated whether the supplemental schedules, other than the information agreed to or derived from the certified investment information, including their form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Plan Administrator
Huntington Bancshares Retirement Plan

In our opinion

- the form and content of the supplemental schedules, other than the information in the supplemental schedules that agreed to or is derived from the certified investment information, 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 schedules related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).



CliftonLarsonAllen LLP

Maumee, Ohio
October 4, 2024

HUNTINGTON BANCSHARES RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2023 AND 2022

	2023	2022
ASSETS:		
Investments - at fair value:		
Short-term		
Money market mutual fund	\$ 16,965,484	\$ 22,583,868
Municipal obligations	978,531	4,860,894
Corporate and foreign obligations	229,668,338	406,772,382
United States government securities	71,400,219	152,716,017
Limited liability companies	10,461,876	9,109,699
Common collective trust funds	373,818,238	88,708,687
Limited liability partnerships	22,639,131	23,370,641
Other derivative instrument investment assets	3,846,193	138,725
Total investments	729,778,010	708,260,913
Cash	59,046	34,011
Accrued investment income and other receivables	3,672,427	7,081,566
Total assets	733,509,483	715,376,490
LIABILITIES:		
Other derivative instrument investment liabilities	—	841,110
Accounts payable and other liabilities	743,554	431,154
Due to broker for securities purchased	1,406,601	554,889
Total liabilities	2,150,155	1,827,153
NET ASSETS AVAILABLE FOR BENEFITS	\$ 731,359,328	\$ 713,549,337

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

HUNTINGTON BANCSHARES RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS:		
Dividends	\$ 353,774	\$ 451,864
Net appreciation in fair value of investments	43,788,099	—
Interest	22,265,090	26,233,412
Total additions	<u>66,406,963</u>	<u>26,685,276</u>
DEDUCTIONS:		
Distributions and withdrawals	45,510,439	66,064,742
Net depreciation in fair value of investments	—	253,635,676
Administrative expenses	3,086,533	2,953,673
Total deductions	<u>48,596,972</u>	<u>322,654,091</u>
INCREASE (DECREASE) IN NET ASSETS AVAILABLE FOR BENEFITS	<u>17,809,991</u>	<u>(295,968,815)</u>
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	713,549,337	1,009,518,152
End of year	<u>\$ 731,359,328</u>	<u>\$ 713,549,337</u>

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

HUNTINGTON BANCSHARES RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF THE PLAN

General — The Huntington Bancshares Retirement Plan (the “Plan”) is a noncontributory defined benefit pension plan that covers eligible employees of Huntington Bancshares Incorporated (“Huntington”) and its subsidiaries hired prior to January 1, 2010. Huntington has agreed to voluntarily contribute such amounts as are required by the Internal Revenue Code (the “Code”) and the Employee Retirement Income Security Act of 1974 (ERISA) to provide assets sufficient to meet the benefits to be paid to Plan participants. Huntington has the right under the Plan to amend and/or terminate the Plan.

Administration — The Plan administrator is Huntington National Bank. Administration of the Plan has been delegated by the Plan administrator to a committee of employees appointed by the Huntington Board of Directors. The Plan’s trustee is Northern Trust as of July 3, 2023. Prior to that, Huntington National Bank, Huntington’s wholly owned bank subsidiary was the trustee. The Plan administrator believes that the Plan is currently designed and operated in compliance with the applicable requirements of the Code and the provisions of ERISA, as amended.

Funding — The funding policy is to contribute annually an amount at least equal to the minimum funding requirement under Code Section 412. The Plan also operates in compliance with the minimum funding requirements of ERISA. In 2023, Huntington’s minimum required contributions to the Plan was \$2.8 million, which was satisfied using the Plan’s existing credit balance. In 2022, Huntington was not required to make a minimum contribution to the Plan.

Vesting — Participants’ accrued benefits are 100% vested upon completion of five years of service.

Benefits Payments — Payments may be made upon termination of employment, retirement, death or disability. Participants with five or more years of vested service, as defined by the Plan, are entitled to annual pension benefits beginning at the normal retirement age (age 65). The Plan permits a reduced monthly benefit at age 55 with 10 years of vested service. Benefits paid to participants are based on a mathematical formula that considers length of service, retirement age, and compensation received. Participants may elect to receive benefit payments monthly or, under certain defined circumstances, in a lump sum. Payments as a result of death or disability are permitted, subject to provisions of the Plan.

Plan Amendments — From time to time, the Plan has been amended and restated. Effective January 1, 2022, the Plan was amended and restated. On July 17, 2013, the Board of Directors approved and Huntington authorized an amendment to the terms of the Plan to accomplish various benefit changes, including cessation of all future benefit accruals under the Plan after December 31, 2013.

Termination of the Plan — Pursuant to the Plan document, Huntington may terminate or modify the Plan at any time by resolution of its Board of Directors and subject to the provisions of ERISA and the Code. In the event of termination of the Plan, the assets of the Plan shall be set aside for distribution to participants and beneficiaries, to the extent sufficient, as follows: first, for the payment of vested benefits, as defined, of (1) retired participants and terminated vested participants and (2) active participants; second, for the payment of benefits not covered by the Pension Benefit Guaranty Corporation (PBGC); and third, for all other benefits under the Plan. Also, the PBGC guarantees payment of all non-forfeitable basic benefits, subject to certain limitations prescribed by ERISA. If the Plan is terminated following a change in control of Huntington, excess Plan assets may be distributed to participants. For further information about the Plan agreement, the vesting and benefit provisions, and the PBGC’s benefit guarantee, participants should refer to the Plan document and summary plan description.

HUNTINGTON BANCSHARES RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation — The financial statements of the Plan are presented on the accrual basis and are prepared in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP). In preparing these financial statements, subsequent events were evaluated through October 4, 2024, the date the financial statements were available to be issued. In conjunction with applicable accounting standards, all material subsequent events have been either recognized in the financial statements or disclosed in the notes to financial statements.

Risks and Uncertainties — The Plan invests in various investment securities. Investment securities in general are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the financial statements.

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

Use of Estimates — The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, and accumulated plan benefits at the date of the financial statements, and the reported amount of additions and deductions to net assets available for benefits and changes in accumulated plan benefits during the reporting period. Actual results could differ from those estimates.

Fair Value Measurements — Investments are stated at fair value. Fair value is the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. See Note 7 for description of valuation methods.

Purchases and sales of the investments of the Plan are recorded on the trade date.

Income Recognition — Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation includes the Plan's gains and losses on investments bought and sold, as well as investments held during the year.

Payment of Benefits — Benefit payments to participants are recorded upon distribution.

Administrative Expenses — Administrative expenses of the Plan are paid by the Plan as provided in the plan document. Expenses that are paid directly by Huntington are excluded from these financial statements. In addition, certain investment related expenses are included in net appreciation (depreciation) in fair value of investments presented in the accompanying statements of changes in net assets available for benefits. The Plan sponsor provides accounting and other administrative services to the Plan at no charge.

Accumulated Plan Benefits — Accumulated plan benefits as of the valuation date, under the Plan's provisions, as described in Note 3, are those estimated future periodic payments, including lump-sum distributions, that are attributable to services rendered by the employees.

HUNTINGTON BANCSHARES RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

3. ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments that are attributable under the Plan's provisions to the employees for services the employees have rendered as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries and (2) present employees or their beneficiaries. Benefits payable as a result of retirement, death, disability or termination of employment are included, to the extent they are deemed attributable to employee service rendered.

The actuarial present value of accumulated plan benefits is determined by independent actuaries. The amount results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The Plan uses a beginning of the year valuation date in determining accumulated plan benefits.

Actuarial Present Value Benefit Calculations — The actuarial present value of accumulated plan benefits as of December 31, 2022, the most recent valuation date, is as follows:

Vested benefits:

Participants currently receiving payments	\$ 326,668,577
Other participants	382,113,987
Total vested benefits	708,782,564
Nonvested benefits	3,726,055
Actuarial present value of accumulated plan benefits	<u>\$ 712,508,619</u>

The changes in the actuarial present value of the Plan's accumulated plan benefits for the year beginning January 1, 2022, are as follows:

<i>Actuarial present value of accumulated plan benefits at January 1, 2022</i>	\$ 894,873,751
Increase/(decrease) during the year attributable to:	
Benefits accumulated and (gains) losses	(1,356,638)
Increase for interest due to decrease in discount period	29,209,015
Benefits paid	(66,064,742)
Change in actuarial assumptions	(144,152,767)
<i>Actuarial present value of accumulated plan benefits at December 31, 2022</i>	<u>\$ 712,508,619</u>

HUNTINGTON BANCSHARES RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

Actuarial Present Value Benefit Calculation Assumptions — The actuarial cost method used in the benefits calculation is the projected unit credit method. Significant assumptions underlying the actuarial computations are as follows:

Assumed rate of return on investments 5.00% and 3.40% compounded annually for 2022 and 2021, respectively.

Mortality basis For 2022, Pri-2012 separate white collar annuitant and non-annuitant, with contingent survivor adjustment (for current beneficiaries), generational mortality tables and projected forward using the MP2021 projection scale.

For 2021, Pri-2012 separate white collar annuitant and non-annuitant, with contingent survivor adjustment (for current beneficiaries), generational mortality tables and projected forward using the MP2021 projection scale.

Retirement **Huntington:** Rates based on age. For terminated vested participants and post-2009 disabled participants, the assumed retirement age is either 64 or 65 depending on eligibility for early retirement. For pre-2010 disabled participants, the assumed retirement age is 65.

Legacy FirstMerit: The assumed retirement age is 64 if the participants have 15 years of service at termination or 65 if the participants does not have 15 years of service at termination.

The computations of actuarial present value of accumulated Plan benefits were made as of January 1. Had the valuations been performed as of December 31, there would be no material differences.

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

4. INCOME TAXES

The Plan has received a determination letter from the Internal Revenue Service (IRS) dated January 24, 2017, stating that the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. Huntington believes that the Plan is currently designed and operated in compliance with the applicable requirements of the Code and the Plan and related trust continue to be tax exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. GAAP requires the evaluation of tax positions taken by the Plan and recognition of a tax liability if the Plan has taken an uncertain tax position that is not more likely than not to be sustained upon examination by the IRS. Huntington, on behalf of the Plan, has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2023 and 2022, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits; however, there are currently no audits for any tax periods in progress.

HUNTINGTON BANCSHARES RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

5. INFORMATION CERTIFIED BY THE TRUSTEE

The following is a summary of the unaudited information regarding the Plan as of December 31, 2023 and 2022, and for the years then ended included in the Plan's financial statements, notes to financial statements, and supplemental schedules that were prepared by, or derived from, information prepared by Northern Trust from July 3, 2023 to December 31, 2023 and Huntington National Bank from January 1, 2023 to July 2, 2023, the current and prior Plan trustees, and furnished to the Plan administrator. The Plan administrator has obtained certifications from the Plan trustee that such information is complete and accurate.

	2023	2022
<i>Statements of net assets available for benefits:</i>		
Investments:		
Short-term		
Money market mutual fund	\$ 16,965,484	\$ 22,583,868
Municipal Obligations	978,531	4,860,894
Corporate and foreign obligations	229,668,338	406,772,382
United States government securities	71,400,219	152,716,017
Limited liability companies	10,461,876	9,109,699
Common collective trust funds	373,818,238	88,708,687
Limited liability partnerships	22,639,131	23,370,641
Accrued investment income and other receivables (1)	3,722,987	6,912,855
<i>Statements of changes in net assets available for benefits:</i>		
Dividends (1)	\$ 353,774	\$ 481,734
Total net appreciation (depreciation) in fair value of investments (2)	24,142,993	(252,590,999)
Interest (1)	25,808,731	24,659,768

- (1) The values certified by the Plan trustee are accounted for on a cash basis, and to conform with accrual basis accounting, the statements of net assets available for benefits and statements of changes in net assets available for benefits have been adjusted as of December 31, 2023 and 2022. See Note 2 for further information.
- (2) The ending balances of futures contracts and the related net appreciation in fair value of \$4,548,578 and net depreciation of \$1,044,677 in 2023 and 2022, respectively, were not certified, as described in Note 8.

HUNTINGTON BANCSHARES RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

6. EXEMPT PARTIES-IN-INTEREST TRANSACTIONS

The Plan held no party-in-interest investments (at fair value) at December 31, 2023 and 2022.

Parties-in-interest are defined under the Department of Labor's regulations as any fiduciary of the Plan, any party rendering service to the Plan, the employer, and certain others. Plan transactions with parties in interest during the years ended December 31, 2023 and 2022, were as follows:

Identity	Relationship	2023	2022
Pension Benefit Guarantee Corporation	Insurance Provider	\$ 1,149,888	\$ 1,085,568
Mercer Human Resource Consultants	Actuary	558,130	1,160,540
Huntington	Administrator	119,612	—
Porter Wright, Morris, & Arthur	Legal Consultant	2,476	2,924
CliftonLarsonAllen LLP	Independent Auditor	13,125	—
PricewaterhouseCoopers LLP	Independent Auditor	—	7,500
Baker & Hostetler	Legal Consultant	—	1,527
Willis Towers Watson	Consultant	1,158,371	695,614
Prudential	Consultant	12,064	—
State Street Global Advisors	Consultant	12,066	—
Northern Trust	Administrator	60,801	—
Total administrative expenses		<u>\$ 3,086,533</u>	<u>\$ 2,953,673</u>

On behalf of the Plan, Huntington paid professional fees for administration, asset custody, the audit of the Plan and certain other services, which are excluded from these financial statements.

7. FAIR VALUE MEASUREMENTS

ASC 820, *Fair Value Measurements and Disclosures*, provides 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, as follows: Level 1, which refers to securities valued using unadjusted quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. There were no investments using Level 3 measurements under the fair value hierarchy at December 31, 2023 and 2022.

Asset Valuation Techniques — Valuation technologies maximize the use of relevant observable inputs and minimize the use of unobservable inputs. Money market funds are valued at the closing price reported from an actively traded exchange. The mutual funds held by the Plan are actively traded. Municipal obligations, corporate and foreign obligations and U.S. government securities are valued using unadjusted quoted prices from active markets for similar assets. Common collective trust and limited liability companies are valued at net asset value per unit as a practical expedient, which is calculated based on the fair values of the underlying investments held by the fund less its liabilities as reported by the issuer of the fund. There are no restrictions on participants' ability to withdraw funds from the common collective trust or limited liability companies. The investment in the limited partnership is reported at net asset value per share as determined by the general partners of each limited partnership, based on their proportionate share of the partnership's fair value as recorded in the partnership's audited financial statements. Other derivative instruments consists primarily of exchange traded futures contracts valued using unadjusted quoted prices from active markets.

HUNTINGTON BANCSHARES RETIREMENT PLAN
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AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

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

	Fair Value Measurements Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Total
December 31, 2023			
Assets			
Investment assets			
Short-term			
Money market mutual fund	\$ 16,965,484	\$ —	\$ 16,965,484
Municipal obligations	—	978,531	978,531
Corporate and foreign obligations	—	229,668,338	229,668,338
United States government securities	—	71,400,219	71,400,219
Other derivative instruments	3,846,193	—	3,846,193
Total assets in fair value hierarchy	20,811,677	302,047,088	322,858,765
Limited liability companies			10,461,876
Common collective trust funds			373,818,238
Limited partnerships			22,639,131
Investments measured at net asset value (1)			406,919,245
Total investment assets	<u>\$ 20,811,677</u>	<u>\$ 302,047,088</u>	<u>\$ 729,778,010</u>

HUNTINGTON BANCSHARES RETIREMENT PLAN
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AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

December 31, 2022	Fair Value Measurements Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Total
Assets			
Investments			
Short-term			
Money market mutual fund	\$ 22,583,868	\$ —	\$ 22,583,868
Municipal obligations	—	4,860,894	4,860,894
Corporate and foreign obligations	—	406,772,382	406,772,382
United States government securities	—	152,716,017	152,716,017
Other derivative instruments	138,725	—	138,725
Total asset in fair value hierarchy	22,722,593	564,349,293	587,071,886
Limited liability companies			9,109,699
Common collective trust funds			88,708,687
Limited partnerships			23,370,641
Investments measured at net asset value (1)			121,189,027
Total investments	\$ 22,722,593	\$ 564,349,293	\$ 708,260,913
Liabilities			
Other derivative instrument investment liabilities	\$ 841,110	\$ —	\$ 841,110

(1) In accordance with Subtopic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

Investments for which fair value is measured using NAV as a practical expedient are redeemable daily and generally have no restrictions on redemptions. The Plan has no contractual obligation to further invest in any of the funds.

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

The Plan evaluates the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. There were no transfers between levels for the years ended December 31, 2023 and 2022.

Commitments — The Plan has investment commitments for approximately \$10 million each in two limited partnerships for a total of \$20 million. There were approximately \$5,000 and \$40,000 in unfunded commitments in the two limited partnerships at December 31, 2023. At December 31, 2022, there were approximately \$40,000 in unfunded commitments in each of the two limited partnerships. The limited partnership has a no withdrawal clause with the Plan, therefore has no stated redemption policy.

HUNTINGTON BANCSHARES RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

8. FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK

In the normal course of business, the Plan may buy or sell futures contracts to protect against changes in the market. A futures contract represents a commitment for the future purchase or sale of an asset or index at a specified price on a specified date. Futures contracts are exchange-traded and settle daily. Upon entering into the contracts, the Plan is required to deposit, either in cash or securities equal to the minimum margin requirements of the exchange on which the contract is traded. Subsequent payments are then made or received by the Plan, depending on the daily fluctuation in the value of the underlying contracts. Such receipts or payments are known as variation margin and are recorded on a daily basis as unrealized gains or losses. The Plan recognizes a realized gain or loss when the contract is closed or expires.

The primary risk managed by the Plan using futures contracts is the price risk associated with investments. Credit risk represents the potential loss to the Plan due to possible nonperformance by obligors and counterparties of the terms of their contracts. Market risk represents the potential loss to the Plan due to the decrease or increase in the value of an off-balance sheet financial instrument caused primarily by changes in interest rates or foreign exchange rates, or a combination thereof. The Plan does not anticipate that losses, if any, as a result of credit or market risk would materially affect the net asset position of the Plan.

As of December 31, 2023 and 2022, the Plan held futures contracts with an average gross notional amount of approximately \$89 million and \$212 million respectively. Notional amounts do not quantify risk or represent assets or liabilities of the Plan, but are used in the calculation of the cash settlements under the contracts. The fair value of these derivative contracts were asset balance of \$3,846,193 as of December 31, 2023 and asset balance of \$138,725 and liability balance \$841,110 as of December 31, 2022. These are reflected in investments and liabilities on the Statements of Net Assets Available for Benefits, respectively. Changes in fair value are accounted for within net appreciation (depreciation) in fair value of investments. The derivative contracts had net depreciation of \$14 million with \$3 million in realized appreciation and \$17 million unrealized depreciation during the year-ended 2023. During the year-ended 2022, derivatives contracts had net appreciation of \$36 million with \$41 million in realized appreciation and \$5 million in unrealized depreciation.

SUPPLEMENTAL SCHEDULES

HUNTINGTON BANCSHARES RETIREMENT PLAN
EIN: 31-0724920
Plan Number: 001
SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

(a)	(b)	(c)	(d)	(e)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost ^(*)	Current value ^(*)	
Short-term				
Money Market Mutual Fund:				
FEDERATED TREASURY OBLIGATION FUND - INSTITUTIONAL SHARES	FEDERATED TREASURY OBLIGATION FUND - INSTITUTIONAL SHARES	\$ 16,965,484	\$ 16,965,484	
Total		\$ 16,965,484	\$ 16,965,484	
Municipal Obligations:				
OR SCH BRDS ASSN	OR SCH BRDS ASSN TAXABLE-PENSION-SER B 5.55% 6/30/2028	306,885	311,221	
AL ECON SETTLEMENT AUTH BP SETT	AL ECON SETTLEMENT AUTH BP SETT TAXABLE 4.263% 9/15/2032	174,298	182,349	
MUNICIPAL ELEC AUTH	MUNICIPAL ELEC AUTH GA 6.637% 4/1/2057	534,510	484,961	
Total		\$ 1,015,693	\$ 978,531	
Corporate and Foreign Obligations:				
PVTPL ELEMENT FLEET MGMT CORP	PVTPL ELEMENT FLEET MGMT CORP 1.6% DUE 04-06-2024 BEO	326,226	330,729	
UTD CONTL HLDGS	UTD CONTL HLDGS FIXED 4.15% DUE 04-11-2024	83,439	84,174	
NNN REIT INC	NNN REIT INC 3.9% DUE 06-15-2024	310,105	311,785	
DTE ENERGY CO	DTE ENERGY CO STEP 10-01-2024	313,680	317,340	
PVTPL ERAC USA FIN LLC NT	PVTPL ERAC USA FIN LLC NT 144A 3.85% DUE 11-15-2024/08-15-2024 BEO	254,212	256,204	
MACQUARIE GROUP LTD	MACQUARIE GROUP LTD 22/11/2024 6.207% 11-22-2024	220,290	221,275	
ANTHEM INC	ANTHEM INC 2.375% DUE 01-15-2025	191,170	194,260	
PVTPL TTX CO MEDIUM TERM NTS	PVTPL TTX CO MEDIUM TERM NTS BOOK ENTRY 3.6% DUE 01-15-2025 REG	247,636	249,597	
AIR LEASE CORP	AIR LEASE CORP 3.25% DUE 03-01-2025	186,691	189,919	
HYUNDAI CAP AMER	HYUNDAI CAP AMER 5.875% DUE 04-07-2025	184,908	185,898	
VICI PROPERTIES LP	VICI PROPERTIES LP NEW ISSUE 3YR 4.375% 05-15-2025	189,474	191,622	
CDN NAT RES LTD	CDN NAT RES LTD 2.05% DUE 07-15-2025	187,210	190,596	
CHARTER	CHARTER 4.908% DUE 07-23-2025	618,074	624,121	
AMERICAN ELEC PWR	AMERICAN ELEC PWR 5.699% 08-15-2025	160,030	161,085	
PUB SVC ENTERPRISE	PUB SVC ENTERPRISE .8% DUE 08-15-2025	346,978	355,208	
MICROCHIP TECHNOLOGY INC	MICROCHIP TECHNOLOGY INC 4.25% DUE 09-01-2025	150,606	152,692	
PVTPL VOLKSWAGEN GROUP AMER FIN LLC	PVTPL VOLKSWAGEN GROUP AMER FIN LLC 1.25% DUE 11-24-2025/11-24-2020 BEO	223,024	227,513	
VOLKSWAGEN AUTO LEASE TRUST	VOLKSWAGEN AUTO LEASE TRUST SER 23-A CL A2A 5.87% 01-20-2026	334,970	336,455	
SCENTRE MGMT LTD	SCENTRE MGMT LTD 3.625% DUE 01-28-2026	314,259	320,113	
AVIATION CAP GROUP	AVIATION CAP GROUP 1.95% DUE 01-30-2026	252,235	259,601	
BOEING CO	BOEING CO FIXED 2.196% DUE 02-04-2026	188,676	193,767	
LLOYDS BKG GROUP	LLOYDS BKG GROUP 2.438% DUE 02-05-2026	379,212	386,011	
BLACKROCK TCP CAP	BLACKROCK TCP CAP 2.85% DUE 02-09-2026	126,252	130,693	
ENTERPRISE PRODS OPER LLC	ENTERPRISE PRODS OPER LLC 3.7% 02-15-2026	302,737	310,305	
FED RLTY INVT TR	FED RLTY INVT TR 1.25% DUE 02-15-2026	184,270	189,257	

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
PVTPL REGAL REXNORD CORP	PVTPL REGAL REXNORD CORP 6.05% DUE 02-15-2026 BEO	311,781	318,615
MPLX LP	MPLX LP 1.75% DUE 03-01-2026	254,215	262,039
REALTY INCOME CORP	REALTY INCOME CORP .75% DUE 03-15-2026	314,473	324,137
ORACLE CORP	ORACLE CORP 1.65% 03-25-2026	318,066	326,644
PVTPL SILGAN HLDGS INC SR SECD NT	PVTPL SILGAN HLDGS INC SR SECD NT 144A 1.4% DUE 04-01-2026/02-10-2021 BEO	160,196	164,549
GENPACT USA INC / GENPACT GTD SR NT	GENPACT USA INC / GENPACT GTD SR NT 1.75% 04-10-2026	564,319	580,455
TRITON CONTAINER INTL LTD GTD SR SECD NT	TRITON CONTAINER INTL LTD GTD SR SECD NT144A 2.05% 04-15-2026	378,263	388,820
DOMINION ENERGY	DOMINION ENERGY FIXED 1.45% DUE 04-15-2026	306,294	315,150
TOYOTA LEASE OWNER	TOYOTA LEASE OWNER 5.73% DUE 04-20-2026	379,994	381,846
PVTPL GLENCORE FUNDING LLC	PVTPL GLENCORE FUNDING LLC 1.625% DUE 04-27-2026 BEO	321,087	329,172
CMS ENERGY CORP	CMS ENERGY CORP 3% DUE 05-15-2026	243,773	248,479
CANADIAN PACIFIC RAILWAY COMPANY	CANADIAN PACIFIC RAILWAY COMPANY 3.125% 06-01-2026	310,504	316,176
PVTPL LUNDIN ENERGY AB	PVTPL LUNDIN ENERGY AB 2.0% DUE 06-15-2026 BEO	178,902	184,399
HCP INC	HCP INC 3.25% DUE 07-15-2026	315,821	321,664
COOPERATIEVE	COOPERATIEVE 3.75% DUE 07-21-2026	309,078	316,093
SEMPRA	SEMPRA 5.4% 08-01-2026	297,171	304,117
GOLUB CAP BDC INC	GOLUB CAP BDC INC 2.5% DUE 08-24-2026 BEO	127,061	131,467
BANK MONTREAL MEDIUM TERM SR NTS	BANK MONTREAL MEDIUM TERM SR NTS BOOK EN1.25% 09-15-2026	185,504	191,393
HERCULES CAP INC	HERCULES CAP INC 2.625% DUE 09-16-2026 BEO	130,860	135,439
CITIGROUP INC	CITIGROUP INC 5.61% 09-29-2026	223,643	226,693
BSTN PPTYS LTD	BSTN PPTYS LTD 2.75% DUE 10-01-2026	251,737	259,818
PHILLIPS 66 CO	PHILLIPS 66 CO 3.55% 10-01-2026	372,991	380,993
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 1.093% DUE 12-09-2026 REG	788,594	810,494
PVTPL DAIMLER TRUCKS FIN NORTH AMER	PVTPL DAIMLER TRUCKS FIN NORTH AMER 2.0% 12-14-2026	188,210	193,117
AERCAP IRELAND CAP DESIGNATED ACTIVITY	AERCAP IRELAND CAP DESIGNATED ACTIVITY C6.1% 01-15-2027	308,574	316,767
OAKTREE SPECIALTY LENDING CORP	OAKTREE SPECIALTY LENDING CORP 2.7% DUE 01-15-2027 BEO	69,248	71,553
PVTPL CORESTATES CAP II VAR RT BNK GTD NT	PVTPL CORESTATES CAP II VAR RT BNK GTD NT DUE 02-15-2027/07	90,250	90,274
CHASE CAP II JR SUB DEFERRABLE INT DEB SER B FLTG	CHASE CAP II JR SUB DEFERRABLE INT DEB SER B FLTG DUE 02-01-2027/12-19-2017 REG	176,675	176,600
CARRIER GLOBAL CORP	CARRIER GLOBAL CORP 2.493% 02-15-2027	99,689	103,486
PVTPL CORESTATES CAP III FRN	PVTPL CORESTATES CAP III FRN 02-15-2027	252,081	252,418
CIGNA CORP	CIGNA CORP NEW 3.4% DUE 03-01-2027 BEO	243,108	250,677
EXELON CORP SR NT	EXELON CORP SR NT 2.75% 03-15-2027	311,212	320,414
TRANSURBAN FIN CO	TRANSURBAN FIN CO 3.375% DUE 03-22-2027	250,509	256,133
BMW US CAP LLC GTD NT	BMW US CAP LLC GTD NT 144A 3.45% 04-01-2027	217,159	221,420
COREBRIDGE FINL INC SR NT	COREBRIDGE FINL INC SR NT 3.65% 04-05-2027	252,709	259,820
TAKE-TWO INTERACTIVE SOFTWARE INC	TAKE-TWO INTERACTIVE SOFTWARE INC 3.7% 04-14-2027	188,714	194,008
FERGUSON FIN PLC	FERGUSON FIN PLC 4.25% 04-20-2027	247,879	255,142
NXP B V/NXP FUNDING LLC/ NXP USA INC	NXP B V/NXP FUNDING LLC/NXP USA INC 3.15% 05-01-2027	377,754	389,543
PFS FING CORP	PFS FING CORP 3.89% DUE 05-15-2027	221,522	224,426

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
RYDER SYSTEM INC	RYDER SYSTEM INC NEW ISSUE 5YR 4.3% 06-15-2027	436,759	444,899
CHENIERE CORPUS CHRISTI HLDGS LLC	CHENIERE CORPUS CHRISTI HLDGS LLC 5.125% 06-30-2027	251,660	256,414
PVTPL PENSKE TRUCK LEASING CO L P/PTL FIN CO	PVTPL PENSKE TRUCK LEASING CO L P/PTL FIN CO 4.4% 07-01-2027	377,272	390,290
PVTPL UBS GROUP	PVTPL UBS GROUP AG 1.494% 08-10-2027	442,506	456,488
PARKER-HANNIFIN	PARKER-HANNIFIN FIXED 4.25% DUE 09-15-2027	183,506	188,477
BLUE OWL CR INCOME CORP	BLUE OWL CR INCOME CORP NT 7.75% 09-16-2027	269,290	278,534
MACQUARIE GROUP LTD SR	MACQUARIE GROUP LTD SR NT FIXED/FLTG 144A 1.629% 09-23-2027	258,509	265,521
WEC ENERGY GROUP	WEC ENERGY GROUP 1.375% DUE 10-15-2027	184,307	190,185
HSBC HLDGS PLC FLTG RT	HSBC HLDGS PLC FLTG RT 2.251% DUE 11-22-2027	568,653	587,703
CARLISLE COS INC	CARLISLE COS INC 3.75% 12-01-2027	159,690	162,875
CITIGROUP INC	CITIGROUP INC 3.887% 01-10-2028	1,165,439	1,200,170
CROWN CASTLE INC	CROWN CASTLE INC 5.0% 01-11-2028	190,347	194,436
PVTPL TEXAS EASTN TRANSMISSION LP	PVTPL TEXAS EASTN TRANSMISSION LP 3.5% DUE 01-15-2028 BEO	188,471	193,632
SIMON PROPERTY GROUP LP	SIMON PROPERTY GROUP LP 1.75% DUE 02-01-2028 BEO	431,992	454,338
EVERSOURCE ENERGY	EVERSOURCE ENERGY 5.45% 03-01-2028	344,520	354,907
AMGEN INC FIXED	AMGEN INC FIXED 5.15% 03-02-2028	177,151	184,152
PVTPL HARLEY-DAVIDSON FINL SVCS INC	PVTPL HARLEY-DAVIDSON FINL SVCS INC 6.5%03-10-2028/03-10-2023	359,839	379,189
SPIRIT RLTY L P SR	SPIRIT RLTY L P SR NT 2.1% 03-15-2028	191,228	199,968
ANGLO AMERN CAP PLC	ANGLO AMERN CAP PLC 2.25% 03-17-2028	253,364	263,111
VERIZON	VERIZON FIXED 2.1% DUE 03-22-2028	243,205	253,517
CNH INDL CAP LLC	CNH INDL CAP LLC 4.55% 04-10-2028	250,289	256,718
MORGAN STANLEY	MORGAN STANLEY 4.21% 04-20-2028	730,992	753,096
CAPITAL ONE FINL CORP SR	CAPITAL ONE FINL CORP SR NT FIXED / FLTG4.927% 05-10-2028	306,470	314,683
OVINTIV INC	OVINTIV INC 5.65% 05-15-2028	176,058	183,825
WELLS FARGO & COMPANY	WELLS FARGO & COMPANY 3.584% 05-22-2028	568,549	586,452
DTE ENERGY CO	DTE ENERGY CO 4.875% 06-01-2028	145,074	151,244
L3HARRIS TECHNOLOGIES INC	L3HARRIS TECHNOLOGIES INC 4.4% DUE 06-15-2028	243,591	252,247
PVTPL PENSKE TRUCK LEASING CO	PVTPL PENSKE TRUCK LEASING CO L P/PTL FIN CO 6.05% 08-01-2028	253,949	264,689
BLACKSTONE HLDGS FIN CO	BLACKSTONE HLDGS FIN CO L L C SR NT 144A1.625% 08-05-2028	217,519	226,451
BARCLAYS PLC	BARCLAYS PLC 5.501% DUE 08-09-2028	242,490	251,228
SIXTH STR SPECIALTY LENDING INC	SIXTH STR SPECIALTY LENDING INC 6.95% 08-14-2028	159,168	164,958
VERIZON MASTER TRUST	VERIZON MASTER TRUST SER 23-5 CL A1A 5.97% DUE 09-08-2028	179,997	180,626
LOWES COMPANIES INC	LOWES COMPANIES INC 1.7% 09-15-2028	182,030	190,047
AMERICAN EXPRESS CR ACCOUNT MASTER	AMERICAN EXPRESS CR ACCOUNT MASTER TR SER 23-3 CL A 5.23% 09-15-2028	199,991	203,311
NATWEST GROUP PLC	NATWEST GROUP PLC 5.516% DUE 09-30-2028	249,196	256,587
AUTOZONE INC	AUTOZONE INC 6.25% 11-01-2028	240,771	256,274
ABBVIE INC	ABBVIE INC 4.25% DUE 11-14-2028	504,572	522,760
INVITATION HOMES OPER PARTNERSHIP	INVITATION HOMES OPER PARTNERSHIP 2.3% DUE 11-15-2028 BEO	150,746	159,703
BANK AMER CORP	BANK AMER CORP 3.419% 12-20-2028	914,731	946,256
ANHEUSER-BUSCH INBEV WORLDWIDE INC	ANHEUSER-BUSCH INBEV WORLDWIDE INC 4.75% 01-23-2029	526,494	543,792
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 3.509% 01-23-2029	1,173,517	1,214,090

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
ONCOR ELEC DELIVERY CO LLC	ONCOR ELEC DELIVERY CO LLC 5.75% 03-15-2029	210,117	216,576
T-MOBILE USA INC	T-MOBILE USA INC 2.4% 03-15-2029	316,161	332,373
SEMPRA ENERGY	SEMPRA ENERGY 3.7% DUE 04-01-2029 BEO	181,566	190,734
GEN MOTORS FINL CO	GEN MOTORS FINL CO 4.3% DUE 04-06-2029	503,002	535,153
BROADCOM INC	BROADCOM INC 4.75% 04-15-2029	617,246	647,047
CSL FIN PLC GTD SR	CSL FIN PLC GTD SR NT 144A 4.05% 04-27-2029	183,688	189,732
FORD MTR CR CO LLC	FORD MTR CR CO LLC FIXED 5.113% 05-03-2029	181,674	194,690
PRIN FINL GROUP	PRIN FINL GROUP 3.7% DUE 05-15-2029	245,867	254,723
PVTPL VOLKSWAGEN GROUP AMER FIN LLC	PVTPL VOLKSWAGEN GROUP AMER FIN LLC 4.6%06-08-2029	187,098	196,339
BANK OF AMERICA CORP	BANK OF AMERICA CORP 4.271% 07-23-2029	916,077	947,309
PVTPL SPRINT SPECTRUM / SPRINT	PVTPL SPRINT SPECTRUM /SPRINT 5.152% 03-20-2028	746,413	715,367
CMO MORGAN STANLEY	CMO MORGAN STANLEY BAM SR 2015-C25 CL A5 3.658% 10-15-2028	260,554	265,499
MORGAN STANLEY	MORGAN STANLEY BK 3.372% DUE 10-15-2048	428,238	435,384
PVTPL PROGRESS RESIDENTIAL	PVTPL PROGRESS RESIDENTIAL TRUST SER 23-SFR2 CL A 4.5% 10-17-2028	184,283	187,948
ORACLE CORP	ORACLE CORP 6.15% DUE 11-09-2029	263,741	274,680
AMPHENOL CORP	AMPHENOL CORP NEW 2.8% DUE 02-15-2030	246,043	259,899
CANADIAN PACIFIC RAILWAY COMPANY	CANADIAN PACIFIC RAILWAY COMPANY 2.05% DUE 03-05-2030	61,696	64,284
PVTPL MACY'S RETAIL HLDGS LLC	PVTPL MACY'S RETAIL HLDGS LLC 5.875% DUE 03-15-2030 BEO	144,383	157,715
TAKEDA PHARMACEUTICAL CO	TAKEDA PHARMACEUTICAL CO LTD 2.05% DUE 03-31-2030 BEO	184,057	193,123
O REILLY	O REILLY FIXED 4.2% DUE 04-01-2030	181,270	188,127
T-MOBILE USA INC	T-MOBILE USA INC 3.875% 04-15-2030	150,776	161,347
SABINE PASS LIQUEFACTION LLC	SABINE PASS LIQUEFACTION LLC 4.5% DUE 05-15-2030 REG	247,258	259,160
RELX CAPITAL INC	RELX CAPITAL INC 3.0% DUE 05-22-2030 BEO	147,778	156,191
AGREE LTD	AGREE LTD 2.9% DUE 10-01-2030	185,144	193,064
UNIVERSAL HEALTH SVCS INC	UNIVERSAL HEALTH SVCS INC SR SECD NT 2.65% 10-15-2030	191,323	203,802
BANK OF AMERICA CORP	BANK OF AMERICA CORP 2.884% 10-22-2030	310,000	275,305
FORD MTR CR CO LLC	FORD MTR CR CO LLC 4.0% DUE 11-13-2030 BEO	225,538	241,825
LINCOLN NATL CORP	LINCOLN NATL CORP 3.4% DUE 01-15-2031	258,593	278,275
BOEING CO	BOEING CO 3.625% DUE 02-01-2031	250,384	265,142
PVTPL BAE SYS PLC	PVTPL BAE SYS PLC 1.9% DUE 02-15-2031/09-15-2020 BEO	196,678	205,818
SBL HLDGS INC	SBL HLDGS INC 5% DUE 02-18-2031	183,042	193,067
BLACKSTONE HLDGS	BLACKSTONE HLDGS 1.6% DUE 03-30-2031	188,180	199,584
BERKSHIRE HATHAWAY	BERKSHIRE HATHAWAY FIXED 1.65% DUE 05-15-2031	179,888	188,752
NORFOLK SOUTHN CORP	NORFOLK SOUTHN CORP 2.3% DUE 05-15-2031 BEO	187,940	198,744
BLUE OWL FIN LLC	BLUE OWL FIN LLC SR NT 144A 3.125% 06-10-2031	149,019	160,996
IDEX CORP	IDEX CORP FIXED 2.625% DUE 06-15-2031	147,055	153,413
PVTPL GLOBAL ATLANTIC FIN CO	PVTPL GLOBAL ATLANTIC FIN CO 3.125% DUE 06-15-2031 BEO	113,542	127,184
VERISIGN INC	VERISIGN INC FIXED 2.7% 06-15-2031	154,098	163,169
PVTPL CAMERON LNG LLC	PVTPL CAMERON LNG LLC 2.902% 07-15-2031	155,417	162,570
DOMINION ENERGY INC	DOMINION ENERGY INC 2.25% DUE 08-15-2031BEO	79,886	66,346
JEFFERIES GROUP LLC / JEFFERIES	JEFFERIES GROUP LLC / JEFFERIES 2.625% 10-15-2031	189,716	203,299

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
BROOKFIELD FINANCE I (UK) PLC AND BROOKFIELD FINANCE INC	BROOKFIELD FINANCE I (UK) PLC AND BROOKFIELD FINANCE INC 2.34% 01-30-2032	148,943	156,126
GENUINE PARTS CO	GENUINE PARTS CO SR NT 2.75% 02-01-2032	181,008	188,421
APTIV PLC	APTIV PLC 3.25% 03-01-2032	213,550	225,733
ROGERS COMMUNICATIONS INC	ROGERS COMMUNICATIONS INC 3.8% 03-15-2032	253,731	276,382
SPRINT CAP CORP	SPRINT CAP CORP 8.75% DUE 03-15-2032	279,608	295,054
VERIZON COMMUNICATIONS INC	VERIZON COMMUNICATIONS INC NT 2.355% 03-15-2032	312,672	333,248
WARNERMEDIA HLDGS INC	WARNERMEDIA HLDGS INC SR NT 4.279% 03-15-2032	315,966	334,494
WILLIAMS COS INC	WILLIAMS COS INC 8.75% DUE 03-15-2032	432,825	376,223
PRUDENTIAL FDG ASIA PLC	PRUDENTIAL FDG ASIA PLC 3.625% 03-24-2032	213,973	222,281
PVTPL FERGUSON FIN PLC	PVTPL FERGUSON FIN PLC 4.65% DUE 04-20-2032 BEO	249,296	261,289
KKR GROUP FIN CO XII LLC	KKR GROUP FIN CO XII LLC SR NT 144A 4.85% 05-17-2032	300,544	318,397
MORGAN STANLEY	MORGAN STANLEY 2.239% 07-21-2032	415,315	436,812
PVTPL ASHTEAD CAPITAL INC	PVTPL ASHTEAD CAPITAL INC 5.5% DUE 08-11-2032 BEO	188,952	197,924
DUKE ENERGY CORP	DUKE ENERGY CORP 4.5% DUE 08-15-2032	316,513	334,514
BANK AMER CORP	BANK AMER CORP 2.572% DUE 10-20-2032 BEO	779,865	789,153
MORGAN STANLEY	MORGAN STANLEY 2.511% 10-20-2032	555,029	589,273
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 2.65% 10-21-2032	300,918	317,176
NXP B V/NXP FDG LLC/NXP USA INC	NXP B V/NXP FDG LLC/NXP USA INC 5.0% 01-15-2033	154,910	165,607
JPM CHASE	JPM CHASE 2.963% 01-25-2033	1,369,499	1,450,914
ATHENE HLDG LTD	ATHENE HLDG LTD 6.65% 02-01-2033	483,645	510,419
BP CAP MKTS AMER INC	BP CAP MKTS AMER INC 4.812% DUE 02-13-2033	353,768	368,726
ENERGY TRANSFER LP	ENERGY TRANSFER LP 5.75% DUE 02-15-2033 BEO	377,504	397,186
RTX CORPORATION	RTX CORPORATION 5.15% DUE 02-27-2033	207,170	214,331
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP INC 4.5% 04-15-2033	123,668	129,397
BANK OF AMERICA CORP	BANK OF AMERICA CORP 4.571% 04-27-2033	1,987,906	2,078,461
COMCAST CORP	COMCAST CORP 4.8% 05-15-2033	125,317	131,860
FLORIDA POWER & LIGHT COMPANY	FLORIDA POWER & LIGHT COMPANY 4.8% 05-15-2033	556,121	577,493
AMERICAN EXPRESS CO SUB NT FIXED/FLTG	AMERICAN EXPRESS CO SUB NT FIXED/FLTG 4.989% 05-26-2033	710,948	742,611
NATIONAL GRID PLC	NATIONAL GRID PLC 5.809% 06-12-2033	198,220	210,575
COX COMMUNICATIONS INC	COX COMMUNICATIONS INC NEW 5.7% 06-15-2033	278,010	296,943
SOUTHERN CO	SOUTHERN CO 5.2% 06-15-2033	249,766	265,705
PVTPL KINROSS GOLD CORP	PVTPL KINROSS GOLD CORP 6.25% DUE 07-15-2033 BEO	343,000	367,438
T-MOBILE USA INC	T-MOBILE USA INC 5.05% 07-15-2033	190,582	201,933
TIME WARNER ENTMT	TIME WARNER ENTMT 8.375% DUE 07-15-2033	409,466	312,823
MORGAN STANLEY	MORGAN STANLEY 4.889% 07-20-2033	290,160	302,826
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 4.912% DUE 07-25-2033/07-25-2032 BEO	236,863	247,580
HEICO CORP	HEICO CORP NEW 5.35% 08-01-2033	217,471	231,101
PHILIP MORRIS INTL INC	PHILIP MORRIS INTL INC 5.625% 09-07-2033	535,287	570,184
JPMORGAN CHASE & CO.	JPMORGAN CHASE & CO. 5.717% DUE 09-14-2033 BEO	321,243	336,557
CDN IMPERIAL BK COMM TORONTO BRH SR	CDN IMPERIAL BK COMM TORONTO BRH SR NT 6.092% 10-03-2033	619,581	652,264
TRUIST FINANCIAL CORPORATION	TRUIST FINANCIAL CORPORATION 6.123% 10-28-2033	183,912	192,344
UNITED AIRLINES	UNITED AIRLINES 2019-1A 2.7% 11-01-2033	205,669	208,179

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PVTPL COLUMBIA PIPELINES OPER CO LLC	PVTPL COLUMBIA PIPELINES OPER CO LLC 6.036% 11-15-2033	194,565	204,547
PVTPL BAYER US FIN LLC	PVTPL BAYER US FIN LLC 6.5% 11-21-2033	578,486	598,884
AT&T INC	AT&T INC 2.55% DUE 12-01-2033	195,725	212,114
ENERGY TRANSFER L P	ENERGY TRANSFER L P 6.55% 12-01-2033	184,789	200,795
PVTPL CVS HEALTH CORP	PVTPL CVS HEALTH CORP 5.926% DUE 01-10-2034	174,354	176,375
U S BANCORP	U S BANCORP MEDIUM TERM NTS- BOOK ENTRY 4.839% 02-01-2034	210,425	220,702
GOLDMAN SACHS	GOLDMAN SACHS CAP I 6.345 DUE 02-15-2034 BEO	2,614,839	2,642,171
NATWEST GROUP PLC	NATWEST GROUP PLC 6.016% DUE 03-02-2034	435,915	468,464
RTX CORPORATION	RTX CORPORATION 6.1% 03-15-2034	169,680	184,872
MORGAN STANLEY	MORGAN STANLEY 5.25% 04-21-2034	155,000	155,361
WELLS FARGO & COMPANY	WELLS FARGO & COMPANY 5.389% 04-24-2034	187,627	196,192
BANK OF NEW YORK MELLON CORP	BANK OF NEW YORK MELLON CORP 4.967% 04-26-2034	118,703	124,660
AMERN EXPRESS CO	AMERN EXPRESS CO FLTGT RT 5.043% DUE 05-01-2034	208,754	220,072
STATE STR CORP	STATE STR CORP FLTGT RT 5.159% DUE 05-18-2034	219,910	232,154
CHARLES SCHWAB CORP	CHARLES SCHWAB CORP 5.853% 05-19-2034	221,747	232,577
CITIGROUP INC	CITIGROUP INC 6.174% DUE 05-25-2034	221,659	233,241
PNC FINL SVCS GROUP INC	PNC FINL SVCS GROUP INC 6.875% 10-20-2034	104,000	115,671
HSBC HLDGS PLC	HSBC HLDGS PLC 7.399% 11-13-2034	380,000	417,448
SUNCOR ENERGY INC	SUNCOR ENERGY INC 5.95 DUE 12-01-2034 BEO	395,477	346,081
PVTPL COX COMMUNICATIONS INC	PVTPL COX COMMUNICATIONS INC NEW NT 4.8% DUE 02-01-2035 BEO	159,756	153,971
COMCAST CORP	COMCAST CORP NEW 6.5% DUE 11-15-2035	129,125	115,155
DISNEY WALT CO	DISNEY WALT CO SR NT 6.4% 12-15-2035	1,223,379	1,175,953
VIACOM INC	VIACOM INC 6.875% DUE 04-30-2036	633,069	635,786
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 6.45 05 01 6.45 DUE 05-01-2036 BEO	373,993	324,559
CITIGROUP INC	CITIGROUP INC 6.125% DUE 08-25-2036	178,248	160,024
WELLS FARGO	WELLS FARGO BK 5.95% DUE 08-26-2036	1,032,014	842,612
OCCIDENTAL PETE CORP	OCCIDENTAL PETE CORP SR NT 6.45% 09-15-2036	934,012	981,157
BK OF AMER	BK OF AMER NA 6 DUE 10-15-2036	1,098,112	1,038,465
WACHOVIA BK NATL ASSN	WACHOVIA BK NATL ASSN MTN SUB BKTRANCHE # SB 00007 5.85 DUE 02-01-2037 BEO	134,102	131,458
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIONS BNDS 5.25% DUE 03-16-2037 REG	782,523	660,409
WYETH	WYETH NT 5.95 DUE 04-01-2037/03-27-2007 BEO	389,303	330,900
TIME WARNER CABLE	TIME WARNER CABLE 6.55% DUE 05-01-2037	236,809	227,088
PVTPL BROADCOM INC	PVTPL BROADCOM INC NT 4.926% 05-15-2037	375,147	408,442
CENOVUS ENERGY INC	CENOVUS ENERGY INC FIXED 5.25% DUE 06-15-2037	14,950	16,085
B A T CAP CORP	B A T CAP CORP 4.39% 08-15-2037	2,569,670	2,730,754
ASTRAZENECA PLC	ASTRAZENECA PLC 6.45% DUE 09-15-2037	811,960	820,214
ORACLE CORP	ORACLE CORP 3.8% 11-15-2037	375,604	310,975
UNITEDHEALTH GROUP	UNITEDHEALTH GROUP 6.625% DUE 11-15-2037	1,003,861	870,527
AMSR 2020-SFR4 TR	AMSR 2020-SFR4 TR 1.355% 11-17-2037	609,915	623,953
VA ELEC & PWR CO	VA ELEC & PWR CO 6.35% DUE 11-30-2037	423,624	365,364
UTD PARCEL SVC INC	UTD PARCEL SVC INC 6.2% DUE 01-15-2038	598,622	464,483
WACHOVIA BK NATL ASSN	WACHOVIA BK NATL ASSN MEDIUM TERM SUB BKTRANCHE # SB 00009 6.6 DUE 01-15-2038	1,915,642	2,051,783
MORGAN STANLEY	MORGAN STANLEY 5.948% 01-19-2038	1,130,369	1,185,459
SEMPRA ENERGY	SEMPRA ENERGY 3.8% DUE 02-01-2038	635,352	642,538
FIFTH 3RD BANCORP	FIFTH 3RD BANCORP 8.25% DUE 03-01-2038	257,131	219,238
CVS HEALTH CORP	CVS HEALTH CORP 4.78% DUE 03-25-2038	608,698	579,421

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CAROLINA PWR & LT	CAROLINA PWR & LT 6.3% DUE 04-01-2038	3,625,014	2,973,375
ANHEUSER-BUSCH	ANHEUSER-BUSCH 4.375% DUE 04-15-2038	81,824	90,333
MPLX LP	MPLX LP 4.5% 04-15-2038	410,566	421,209
ORACLE CORP	ORACLE CORP 6.5% DUE 04-15-2038	4,267,410	3,319,104
PROGRESS RESIDENTIAL	PROGRESS RESIDENTIAL 2021-SFR2 TR SINGLE-FAMILY RENT PASS 1.546 04-19-2038	533,708	544,628
MERRILL LYNCH & CO	MERRILL LYNCH & CO 7.75% DUE 05-14-2038	791,485	713,164
GLAXOSMITHKLINE	GLAXOSMITHKLINE 6.375% DUE 05-15-2038	953,115	954,737
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO FORMERLY J P MORGAN NT 6.4 DUE 05-15-2038 BEO	2,503,778	2,170,109
SUNCOR ENERGY INC	SUNCOR ENERGY INC 6.5% DUE 06-15-2038	789,412	840,892
PVPTL BAYER US FIN II LLC	PVPTL BAYER US FIN II LLC 4.625% 06-25-2038	57,458	51,936
TIME WARNER CABLE	TIME WARNER CABLE 7.3% DUE 07-01-2038	1,096,791	1,147,234
RTX CORPORATION	RTX CORPORATION 6.125% DUE 07-15-2038	145,421	140,928
TRICON AMERN HOMES	TRICON AMERN HOMES 2020-SFR1 CL A 1.499% 07-17-2038	242,939	250,206
CIGNA CORP	CIGNA CORP NEW CORP 4.8% 08-15-2038	318,727	256,862
HSBC BK USA	HSBC BK USA N A 7 DUE 01-15-2039	2,668,641	2,712,759
ANHEUSER BUSCH INBEV WORLDWIDE INC	ANHEUSER BUSCH INBEV WORLDWIDE INC 5.45% 01-23-2039	2,000,945	2,076,211
CONOCOPHILLIPS GTD	CONOCOPHILLIPS GTD NT 6.5 DUE 02-15-2039REG	2,656,280	2,318,373
PVTPL MARS INC	PVTPL MARS INC DEL 3.875% 04-01-2039	137,888	114,248
PVTPL HOME PARTNERS AMER	PVTPL HOME PARTNERS AMER 2022-I TR SER 22-I CL A 3.93% DUE 04-17-2039 BEO	223,920	231,405
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 4.411% 04-23-2039	758,561	798,768
NOKIA CORP	NOKIA CORP 6.625% DUE 05-15-2039	190,247	152,746
INTERNATIONAL BUSINESS MACHS CORP	INTERNATIONAL BUSINESS MACHS CORP 4.15% DUE 05-15-2039	658,769	701,313
CITIGROUP INC	CITIGROUP INC 8.125% DUE 07-15-2039	2,200,691	2,195,468
PVTPL NATIONWIDE MUT INS CO	PVTPL NATIONWIDE MUT INS CO SURPLUS NT 144A 9.375% DUE 08-15-2039 REG	173,328	145,551
ANHEUSER BUSCH	ANHEUSER BUSCH 8% DUE 11-15-2039	857,203	803,048
CENOVUS ENERGY INC	CENOVUS ENERGY INC 6.75% DUE 11-15-2039	53,640	56,823
HESS CORP	HESS CORP 6% DUE 01-15-2040	928,760	921,468
KRAFT FOODS GROUP	KRAFT FOODS GROUP 6.5% DUE 02-09-2040	259,994	219,227
COMCAST CORP	COMCAST CORP NEW 6.4% DUE 03-01-2040	2,535,720	2,190,193
ORACLE CORP	ORACLE CORP 3.6% DUE 04-01-2040 REG	109,753	76,047
HOME DEPOT INC	HOME DEPOT INC 3.3% DUE 04-15-2040 REG	226,467	256,909
REYNOLDS AMERN INC	REYNOLDS AMERN INC 8.125% DUE 05-01-2040	633,302	511,002
ABBOTT LABS	ABBOTT LABS 5.3 DUE 05-27-2040	304,572	289,941
DISCOVERY	DISCOVERY 6.35% DUE 06-01-2040	423,836	350,768
PAC GAS & ELEC CO	PAC GAS & ELEC CO FIXED 4.5% DUE 07-01-2040	730,320	813,866
TAKEDA PHARMACEUTICAL CO	TAKEDA PHARMACEUTICAL CO LTD SR NT 3.025% 07-09-2040	650,814	701,424
MARS INC	MARS INC DEL 2.375% DUE 07-16-2040	872,765	856,511
JOHNSON & JOHNSON	JOHNSON & JOHNSON 2.1% DUE 09-01-2040 REG	111,122	92,765
EL PASO PIPELN	EL PASO PIPELN 7.5% DUE 11-15-2040	508,907	441,340
VERIZON	VERIZON 2.65% DUE 11-20-2040	71,771	65,063
ENTERPRISE PRODS	ENTERPRISE PRODS 5.95% DUE 02-01-2041	1,467,420	1,472,535
ALTRIA GROUP INC	ALTRIA GROUP INC 3.4% DUE 02-04-2041	1,938,078	2,108,248
PVTPL 7-ELEVEN INC	PVTPL 7-ELEVEN INC 2.5% DUE 02-10-2041 BEO	281,591	263,114
HESS CORP	HESS CORP 5.6% DUE 02-15-2041	2,088,089	2,349,819
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIONS 3.4% DUE 03-22-2041 BEO	1,566,561	1,713,687

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HOME DEPOT INC	HOME DEPOT INC 5.95% DUE 04-01-2041	166,366	145,762
BARRICK N AMER	BARRICK N AMER FIN 5.7% DUE 05-30-2041	206,899	179,710
BURL NORTHN SANTA	BURL NORTHN SANTA 5.4% DUE 06-01-2041	761,581	672,145
ENERGY TRANSFER	ENERGY TRANSFER FIXED 6.05% DUE 06-01-2041	746,480	724,959
PAC GAS & ELEC CO	PAC GAS & ELEC CO 4.2% DUE 06-01-2041	129,620	104,035
BP CAP MKTS AMER INC	BP CAP MKTS AMER INC 3.06% DUE 06-17-2041 BEO	120,000	93,139
KYNDRYL HLDGS INC	KYNDRYL HLDGS INC 4.1% 10-15-2041	129,420	97,997
JPMORGAN CHASE & FLTG RT	JPMORGAN CHASE & FLTG RT 2.525% DUE 11-19-2041	482,115	505,030
ANHEUSER-BUSCH	ANHEUSER-BUSCH 4.95% DUE 01-15-2042	57,202	45,150
WESTAR ENERGY INC	WESTAR ENERGY INC 4.125 DUE 03-01-2042	1,536,365	1,233,575
BRISTOL-MYERS SQUIBB CO	BRISTOL-MYERS SQUIBB CO 3.55% 03-15-2042	115,229	98,488
WARNERMEDIA HOLDINGS INC.	WARNERMEDIA HOLDINGS INC. 5.05% 03-15-2042	989,097	1,083,936
PACIFIC GAS & ELEC CO	PACIFIC GAS & ELEC CO 4.45% DUE 4-15-2042	386,193	294,588
PVTPL CSL FINANCE PLC	PVTPL CSL FINANCE PLC 4.625% DUE 04-27-2042/04-27-2022 BEO	64,992	62,034
ANTHEM INC	ANTHEM INC FIXED 4.625% DUE 05-15-2042	42,825	32,610
BERKSHIRE HATHAWAY	BERKSHIRE HATHAWAY 4.4% DUE 05-15-2042	1,140,085	1,033,772
DEVON ENERGY CORP	DEVON ENERGY CORP 4.75% DUE 05-15-2042	826,257	876,325
RTX CORPORATION	RTX CORPORATION 4.5% 06-01-2042	1,259,618	1,166,096
KRAFT FOODS GROUP	KRAFT FOODS GROUP 5% DUE 06-04-2042	1,226,348	1,277,301
INTERNATIONAL BUSINESS MACHS CORP	INTERNATIONAL BUSINESS MACHS CORP 4 NTS DUE 06-20-2042 USD1000	204,649	165,928
PVTPL BAYER US FIN II LLC	PVTPL BAYER US FIN II LLC 3.6% 07-15-2042	602,395	545,638
KINDER MORGAN ENERGY PARTNERS	KINDER MORGAN ENERGY PARTNERS 5.0% 08-15-2042	69,898	54,166
PACIFIC GAS & ELECTRIC CO	PACIFIC GAS & ELECTRIC CO 3.75% 08-15-2042	14,549	11,039
SHELL INTL	SHELL INTL FIN B V 3.625% DUE 08-21-2042	538,254	453,627
MERCK & CO INC	MERCK & CO INC 3.6 DUE 09-15-2042	1,376,006	1,148,143
UNITEDHEALTH GROUP	UNITEDHEALTH GROUP 3.95 DUE 10-15-2042	1,488,912	1,413,423
ABBVIE INC	ABBVIE INC 4.4% DUE 11-06-2042	277,908	248,480
ANTHEM INC	ANTHEM INC 4.65% DUE 01-15-2043	377,900	342,681
AMGEN INC	AMGEN INC 5.6% DUE 03-01-2043	149,162	155,470
CAROLINA PWR & LT	CAROLINA PWR & LT 4.1% DUE 03-15-2043	250,586	204,996
FREEPORT-MCMORAN	FREEPORT-MCMORAN 5.45% DUE 03-15-2043	181,468	194,539
POTOMAC ELEC PWR	POTOMAC ELEC PWR 4.15% DUE 03-15-2043	1,994,729	1,665,836
PVTPL CARLYLE HLDGS II	PVTPL CARLYLE HLDGS II FIN L L C SR NT 144A 5.625% DUE 03-30-2043 BEO	611,228	605,024
ABBOTT LABS	ABBOTT LABS 4.75% 04-15-2043	1,528,299	1,591,620
BARRICK N AMER	BARRICK N AMER FIN 5.75% DUE 05-01-2043	1,433,597	1,438,301
PHILIP MORRIS INTL INC	PHILIP MORRIS INTL INC 4.875 DUE 11-15-2043	1,246,374	1,216,776
COMMONWEALTH EDISON CO	COMMONWEALTH EDISON CO 4.7 DUE 01-15-2044	506,487	424,387
APPLE INC	APPLE INC 4.45% DUE 05-06-2044	1,108,180	974,154
PVTPL KKR GROUP	PVTPL KKR GROUP FIN CO III LLC SR NT 144A 5.125 DUE 06-01-2044/05-29-2014 BEO	880,757	889,749
PVTPL TEACHERS INS	PVTPL TEACHERS INS & 4.9% DUE 09-15-2044	817,972	875,407
ENERGY TRANSFER	ENERGY TRANSFER 5.15% DUE 03-15-2045	1,608,368	1,734,102
HOME DEPOT INC	HOME DEPOT INC 4.4 DUE 03-15-2045 REG	1,298,836	1,047,485
APPLE INC	APPLE INC 4.375% DUE 05-13-2045	2,072,391	1,399,577
ABBVIE INC	ABBVIE INC FIXED 4.7% DUE 05-14-2045	76,239	69,809
ORACLE CORP	ORACLE CORP 4.125% DUE 05-15-2045	196,602	171,993

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
RTX CORPORATION	RTX CORPORATION 4.15% 05-15-2045	89,463	98,599
KINDER MORGAN INC	KINDER MORGAN INC 5.55% DUE 06-01-2045	950,937	1,023,265
DEVON ENERGY CORP	DEVON ENERGY CORP FIXED 5% DUE 06-15-2045	168,693	172,713
KRAFT HEINZ FOODS	KRAFT HEINZ FOODS 5.2% DUE 07-15-2045	90,834	98,201
CHARTER	CHARTER 6.484% DUE 10-23-2045	2,620,150	2,785,353
ANHEUSER-BUSCH COS LLC CORP	ANHEUSER-BUSCH COS LLC CORP 4.9% 02-01-2046	2,267,449	2,358,801
APPLE INC	APPLE INC 4.65% DUE 02-23-2046	602,751	491,792
OCCIDENTAL PETE CORP	OCCIDENTAL PETE CORP SR NT 6.6% 03-15-2046	123,061	129,929
LOWES COS INC	LOWES COS INC 3.7% DUE 04-15-2046	67,077	47,520
MIDAMERICAN ENERGY CO	MIDAMERICAN ENERGY CO 4.25% 05-01-2046	1,032,422	1,055,501
SHELL INTL	SHELL INTL FIN B V 4% DUE 05-10-2046	51,543	43,535
INTEL CORP	INTEL CORP 4.1% DUE 05-19-2046	805,114	672,462
ORACLE CORP	ORACLE CORP 4% DUE 07-15-2046	437,009	374,078
DUKE ENERGY	DUKE ENERGY FLA 3.4% DUE 10-01-2046	780,951	616,174
RTX CORPORATION	RTX CORPORATION 3.75% 11-01-2046	59,272	63,761
MASTERCARD INC	MASTERCARD INC 3.8% DUE 11-21-2046	178,260	148,934
JOHNSON & JOHNSON	JOHNSON & JOHNSON 3.75% DUE 03-03-2047	239,776	185,508
KAISER FNDTN HOSPS	KAISER FNDTN HOSPS 4.15% DUE 05-01-2047	369,875	297,068
SOUTHWESTERN PUBLIC SERVICE	SOUTHWESTERN PUBLIC SERVICE 08-09-2017 3.7% DUE 08-15-2047 BEO	225,757	175,365
CMO MORGAN STANLEY BK OF AMER MERRILL LYNCH	CMO MORGAN STANLEY BK OF AMER MERRILL LYNCH TR 2014-C17 CL A-5 3.741% 08-15-2047	278,494	280,780
APPLE INC	APPLE INC 3.75% DUE 09-12-2047	131,556	128,558
VA ELEC & PWR CO	VA ELEC & PWR CO 3.8% DUE 09-15-2047	2,923,920	2,400,641
COMCAST CORP	COMCAST CORP NEW FIXED 3.969% DUE 11-01-2047	139,984	160,072
ORACLE CORP	ORACLE CORP 4% 11-15-2047	50,669	59,419
CMO WELLS FARGO COML MTG	CMO WELLS FARGO COML MTG TR SER 2015-C26 CL A4 3.166% 02-15-2048	130,667	132,504
BRISTOL MYERS	BRISTOL MYERS FIXED 4.55% DUE 02-20-2048	667,357	445,325
COMMONWEALTH EDISON CO	COMMONWEALTH EDISON CO 4.0% DUE 03-01-2048 REG	157,848	161,461
SOUTHERN CALIF EDISON CO	SOUTHERN CALIF EDISON CO 4.125% 03-01-2048	613,208	623,819
CVS HEALTH CORP	CVS HEALTH CORP 5.05% DUE 03-25-2048	2,788,674	2,428,937
SOUTH CAL GAS CO	SOUTH CAL GAS CO 4.125% DUE 06-01-2048	1,198,669	1,218,101
PUGET SOUND ENERGY	PUGET SOUND ENERGY FIXED 4.223% DUE 06-15-2048	237,778	185,652
UNITEDHEALTH GROUP	UNITEDHEALTH GROUP FIXED 4.25% DUE 06-15-2048	230,780	251,183
WELLS FARGO COML	WELLS FARGO COML 3.637% DUE 06-15-2048	383,392	389,033
GS MTG SECS TR	GS MTG SECS TR 3.764% DUE 07-10-2048	677,939	689,049
ENTERGY LOUISIANA LLC	ENTERGY LOUISIANA LLC 4.2% 09-01-2048	220,017	176,054
BOEING CO	BOEING CO 3.85% DUE 11-01-2048	251,198	277,006
RTX CORPORATION	RTX CORPORATION 4.625% 11-16-2048	661,559	682,160
BERKSHIRE HATHAWAY	BERKSHIRE HATHAWAY FIXED 4.45% DUE 01-15-2049	170,781	140,714
DUKE ENERGY OHIO INC	DUKE ENERGY OHIO INC 4.3% DUE 02-01-2049REG	132,147	136,722
PFIZER INC	PFIZER INC 4% DUE 03-15-2049	2,994,240	2,635,757
AQUA AMER INC	AQUA AMER INC FIXED 4.276% 05-01-2049	409,197	408,013
BOEING CO	BOEING CO 3.9% 05-01-2049	34,545	35,746
MASTERCARD INC	MASTERCARD INC 3.65% DUE 06-01-2049	79,884	67,761
SAN DIEGO GAS & ELECTRIC CO	SAN DIEGO GAS & ELECTRIC CO 4.1% 06-15-2049	744,244	736,365
MORGAN STANLEY	MORGAN STANLEY CAP 2.782% DUE 08-15-2049	604,137	621,210

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KRAFT HEINZ FOODS CO	KRAFT HEINZ FOODS CO GTD SR NT 4.875% 10-01-2049	64,921	71,229
PVTPL DOMINOS PIZZA MASTER ISSUER LLC	PVTPL DOMINOS PIZZA MASTER ISSUER LLC DOMINOS 2019-1 SR SECD NT CL A-2 144A	503,779	527,212
COMCAST CORP	COMCAST CORP NEW FIXED 3.999% DUE 11-01-2049	1,686,040	1,674,824
TRUIST FINL CORP	TRUIST FINL CORP 4.95% DUE 12-29-2049	65,345	67,020
WELLS FARGO & CO	WELLS FARGO & CO NEW 7.625% 12-31-2049	97,283	99,422
WELLS FARGO CO	WELLS FARGO CO 3.9% 12-31-2049	57,551	60,052
BP CAP MKTS AMER INC	BP CAP MKTS AMER INC 3.0% DUE 02-24-2050	103,065	80,343
AEP TRANSM CO LLC	AEP TRANSM CO LLC FIXED 3.65% DUE 04-01-2050	65,078	59,326
ORACLE CORP	ORACLE CORP 3.6% DUE 04-01-2050 REG	25,258	26,038
WI PWR & LT CO	WI PWR & LT CO FIXED 3.65% 04-01-2050	94,879	73,333
EVERGY KANS CENT	EVERGY KANS CENT 3.45% DUE 04-15-2050	209,141	154,021
PVTPL MASSACHUSETTS MUT LIFE INS CO	PVTPL MASSACHUSETTS MUT LIFE INS CO SURPLUS NT 3.375% 04-15-2050	845,988	907,649
T-MOBILE USA INC	T-MOBILE USA INC 4.5% DUE 04-15-2050	213,006	230,665
PVTPL NATIONWIDE MUT INS CO	PVTPL NATIONWIDE MUT INS CO 4.35% DUE 04-30-2050/04-30-2020 BEO	481,121	458,846
ONCOR ELEC DELIVERY CO LLC	ONCOR ELEC DELIVERY CO LLC 3.7% DUE 05-15-2050 REG	94,720	77,046
TEACHERS INS	TEACHERS INS & 3.3% DUE 05-15-2050	133,016	148,155
CMS ENERGY CORP	CMS ENERGY CORP FIXED 4.75% DUE 06-01-2050	197,487	203,159
HLTH CARE SVC CORP	HLTH CARE SVC CORP 3.2% DUE 06-01-2050	318,658	295,126
KENTUCKY UTILITIES CO	KENTUCKY UTILITIES CO 3.3% DUE 06-01-2050 BEO	116,456	110,256
TAKEDA PHARMACEUTICAL CO	TAKEDA PHARMACEUTICAL CO LTD SR NT 3.175% 07-09-2050	206,342	143,541
OGLETHORPE PWR CORP	OGLETHORPE PWR CORP 3.75% 08-01-2050	653,524	724,187
CHEVRON U S A INC	CHEVRON U S A INC 2.343% DUE 08-12-2050 REG	426,744	407,114
MICROSOFT CORP	MICROSOFT CORP SR NT 144A 2.5% 09-15-2050	682,749	563,087
PVTPL PACIFIC LIFECORP	PVTPL PACIFIC LIFECORP SR NT 3.35% 09-15-2050	154,792	166,033
BP CAP MKTS AMER	BP CAP MKTS AMER 2.772% DUE 11-10-2050	1,424,202	1,448,676
PACIFICORP	PACIFICORP FIXED 3.3% DUE 03-15-2051	94,217	65,928
BANK AMER CORP	BANK AMER CORP 4.083% 03-20-2051	962,470	676,234
CENTERPOINT ENERGY HOUSTON ELEC LLC	CENTERPOINT ENERGY HOUSTON ELEC LLC GENERAL MTG BD SER AF 3.35% 04-01-2051	69,695	68,529
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP INC 3.25% DUE 05-15-2051 BEO	65,172	49,155
BP CAP MKTS AMER	BP CAP MKTS AMER 2.939% DUE 06-04-2051	56,697	43,843
CI FINANCIAL CO	CI FINANCIAL CO 4.1% 06-15-2051	1,133,779	1,022,489
CONSUMERS ENERGY	CONSUMERS ENERGY 3.5% DUE 08-01-2051	51,158	43,305
PVTPL TACO BELL FDG LLC	PVTPL TACO BELL FDG LLC 2021-1 SR SECD NT CL A-2-II 2.294% 08-25-2051	469,681	489,261
ANALOG DEVICES INC	ANALOG DEVICES INC 2.95% 10-01-2051	219,815	212,281
COMCAST CORP	COMCAST CORP NEW 2.887% 11-01-2051 BEO	79,306	86,336
PVTPL DB MASTER FIN LLC	PVTPL DB MASTER FIN LLC 21-1A CL A2II 2.493% DUE 11-20-2051 BEO	428,661	453,465
JACKSON FINL INC	JACKSON FINL INC SR NT 4% 11-23-2051	178,819	167,557
APTIV PLC	APTIV PLC SR NT 3.1% 12-01-2051	387,462	386,085
PVTPL KKR GROUP FIN CO LLC	PVTPL KKR GROUP FIN CO LLC 3.25% 12-15-2051	154,180	173,223
DICKS SPORTING GOODS INC	DICKS SPORTING GOODS INC 4.1% 01-15-2052	309,341	314,979
HCA INC	HCA INC SR SECD NT 4.625% 03-15-2052	273,963	298,799
PVTPL CSL FINANCE PLC	PVTPL CSL FINANCE PLC 4.75% DUE 04-27-2052 BEO	948,366	1,013,167
APTIV PLC/APTIV CORP	APTIV PLC/APTIV CORP 4.15% 05-01-2052	81,994	71,524
ATHENE HLDG LTD	ATHENE HLDG LTD 3.45% 05-15-2052	383,834	356,858

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PACIFICORP	PACIFICORP 2.9% 06-15-2052 USD	217,993	154,982
META PLATFORMS INC	META PLATFORMS INC FIXED 4.45% DUE 08-15-2052	589,225	645,481
ORACLE CORP	ORACLE CORP FIXED 6.9% DUE 11-09-2052	136,829	152,636
CONSOLIDATED EDISON CO(N.Y)	CONSOLIDATED EDISON CO(N.Y) 6.15% DUE 11-15-2052	699,419	766,946
JBS USA LUX	JBS USA LUX S A 6.5% DUE 12-01-2052	663,639	689,781
PVTPL SOCIETE GENERALE	PVTPL SOCIETE GENERALE 7.367% 01-10-2053	2,315,718	2,542,150
PACIFIC GAS & ELEC CO	PACIFIC GAS & ELEC CO 6.75% 01-15-2053	925,249	1,048,128
INTEL CORP	INTEL CORP 5.82% 02-10-2053	258,287	282,125
RTX CORPORATION	RTX CORPORATION 5.375% 02-27-2053	89,840	91,780
AMGEN INC	AMGEN INC 5.65% 03-02-2053	1,726,405	1,875,813
RIO TINTO FIN USA	RIO TINTO FIN USA 5.125% DUE 03-09-2053	302,436	328,839
DIAMONDBACK ENERGY	DIAMONDBACK ENERGY FIXED 6.25% DUE 03-15-2053	1,046,776	1,129,964
PVTPL AMERICAN TOWER TRUST I	PVTPL AMERICAN TOWER TRUST I 5.49% 03-15-2028	495,859	507,528
UNION ELEC CO	UNION ELEC CO 5.45% 03-15-2053	830,027	881,274
VIRGINIA ELEC & PWR CO	VIRGINIA ELEC & PWR CO 5.45% 04-01-2053	89,394	93,054
BERKSHIRE HATHAWAY ENERGY CO	BERKSHIRE HATHAWAY ENERGY CO SR NT 4.6% 05-01-2053	446,758	424,379
MERCK & CO INC	MERCK & CO INC NEW 5.0% 05-17-2053	84,659	87,749
PFIZER INVESTMENT ENTER	PFIZER INVESTMENT ENTER 5.3% 05-19-2053	432,692	450,966
BALTIMORE GAS & ELECTRIC CO	BALTIMORE GAS & ELECTRIC CO 5.4% DUE 06-01-2053	220,044	233,233
SOUTHERN CALIF GAS CO	SOUTHERN CALIF GAS CO 5.75% 06-01-2053	94,540	100,264
AMGEN INC	AMGEN INC 2.77% 09-01-2053	103,566	75,476
AT&T INC	AT&T INC 3.5% DUE 09-15-2053 REG	4,848,587	3,925,625
INTUIT INC	INTUIT INC 5.5% 09-15-2053	1,309,070	1,443,535
NATIONAL RURAL UTILS COOP FIN CORP	NATIONAL RURAL UTILS COOP FIN CORP 7.125% 09-15-2053	222,757	226,748
FARMERS EXCHANGE	FARMERS EXCHANGE FLTG RT 6.151% DUE 11-01-2053	484,352	433,529
BRISTOL-MYERS SQUIBB CO	BRISTOL-MYERS SQUIBB CO 6.25% DUE 11-15-2053	363,967	419,440
CONSOLIDATED EDISON CO N Y INC	CONSOLIDATED EDISON CO N Y INC 5.9% 11-15-2053	222,941	248,406
PVTPL JBS USA FOOD FINANCE	PVTPL JBS USA FOOD FINANCE 7.25% 11-15-2053	1,940,616	2,091,787
DUKE ENERGY CAROLINAS LLC	DUKE ENERGY CAROLINAS LLC 5.4% DUE 01-15-2054	300,744	320,399
CONOCOPHILLIPS CO	CONOCOPHILLIPS CO 5.55% 03-15-2054	49,873	53,286
RTX CORPORATION	RTX CORPORATION 6.4% 03-15-2054	204,231	238,235
BURLINGTON NORTHN SANTA FE LLC	BURLINGTON NORTHN SANTA FE LLC 5.2% 04-15-2054	199,892	209,023
PACIFICORP	PACIFICORP 5.5% 05-15-2054	134,941	132,854
NORFOLK SOUTHERN CORP	NORFOLK SOUTHERN CORP 5.35% 08-01-2054	270,489	292,666
FARMERS EXCHANGE	FARMERS EXCHANGE FLTG RT 5.454% DUE 10-15-2054	60,155	42,000
ORACLE CORP	ORACLE CORP 4.375% DUE 05-15-2055	134,132	158,561
AT&T INC	AT&T INC 3.55% DUE 09-15-2055	70,226	72,298
CHARTER	CHARTER 6.834% DUE 10-23-2055	304,576	270,491
CMO BANK5	CMO BANK5 SER 23-5YR3 CL A3 FLTG RT 09-15-2056	376,974	390,351
COMCAST CORP	COMCAST CORP NEW FIXED 2.937% DUE 11-01-2056	1,251,334	835,033
PARAMOUNT GLOBAL	PARAMOUNT GLOBAL FIXED 6.25% DUE	371,250	289,020
AT&T INC	AT&T INC 3.65% DUE 09-15-2059	213,773	177,787
ORACLE CORP	ORACLE CORP FIXED 3.85% DUE 04-01-2060	540,840	335,060

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T-MOBILE USA INC	T-MOBILE USA INC 3.6% 11-15-2060	27,537	25,472
WESTERN & SOUTHN LIFE INS CO	WESTERN & SOUTHN LIFE INS CO SURPLUS NT 144A 3.75% 04-28-2061	303,403	269,759
WARNERMEDIA HLDGS INC	WARNERMEDIA HLDGS INC SR NT 5.391% 03-15-2062	1,348,419	1,430,093
PARAMOUNT GLOBAL	PARAMOUNT GLOBAL 6.375% 03-30-2062	267,121	252,000
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP SR NT 4.3% 06-15-2062	147,978	162,122
META PLATFORMS INC	META PLATFORMS INC 4.65% 08-15-2062	596,781	673,573
AMGEN INC	AMGEN INC 5.75% DUE 03-02-2063	173,376	184,485
META PLATFORMS INC	META PLATFORMS INC 5.75% 05-15-2063	304,091	335,156
MERCK & CO INC	MERCK & CO INC 5.15% 05-17-2063	73,727	78,559
PFIZER INVESTMENT ENTER	PFIZER INVESTMENT ENTER 5.34% 05-19-2063	519,702	537,576
CVS HEALTH CORP	CVS HEALTH CORP SR NT 6% 06-01-2063	74,303	79,857
CONOCOPHILLIPS CO	CONOCOPHILLIPS CO 5.7% 09-15-2063	49,864	54,376
BRISTOL MYERS SQUIBB CO	BRISTOL MYERS SQUIBB CO 6.4% 11-15-2063	444,933	517,783
LOCKHEED MARTIN	LOCKHEED MARTIN 5.9% DUE 11-15-2063	78,389	88,009
COMCAST CORP	COMCAST CORP 5.5% DUE 05-15-2064	194,084	206,112
PVTPL BAYER US FIN II LLC	PVTPL BAYER US FIN II LLC 4.7% 07-15-2064	771,347	837,944
S CAROLINA ELEC	S CAROLINA ELEC & 5.1% DUE 06-01-2065	158,240	127,677
PAC LIFE INS CO	PAC LIFE INS CO 4.3% 10-24-2067	166,869	142,879
PVTPL MASS MUTUAL LIFE INS CO	PVTPL MASS MUTUAL LIFE INS CO SURPLUS NT 4.9% DUE 04-01-2077	304,092	208,934
PVPTL SCENTRE GROUP TRUST	PVPTL SCENTRE GROUP TRUST 2 4.75% 09-24-2080	785,175	813,579
PVTPL REI LTD	PVTPL REI LTD IN ITS CAPACITY AS RESPONSIBLE E 5.125% 09-24-2080	332,175	298,241
WELLS FARGO & CO	WELLS FARGO & CO NEW 5.95% DUE 12-15-2036 BEO	211,971	169,167
NORFOLK SOUTHN	NORFOLK SOUTHN 5.1% DUE 08-01-2118	119,815	104,367
NORFOLK SOUTHN CORP	NORFOLK SOUTHN CORP SR NT 4.1% 05-15-2121	607,123	666,216
LINCOLN FINANCIAL GROUP OUP	LINCOLN FINANCIAL GROUP OUP	1	1
MASS MUTUAL OUP	MASS MUTUAL OUP	1	1
WILCAC	WILCAC	1	1
Total		\$ 235,494,021	\$ 229,668,338
United States Government Securities:			
U.S. Treasury	U.S. TREASURY NOTES 3.625% 5/15/2026	663,352	674,301
ANTARES HLDGS LP	ANTARES HLDGS LP SR NT 144A 3C7 3.75% 07-15-2027	220,213	229,920
U.S. Treasury	U.S. TREASURY NOTES 3.625% 5/31/2028	273,725	280,247
U.S. Treasury	U.S. TREASURY NOTES 4.625% 9/30/2028	385,338	402,934
U.S. Treasury	U.S. TREASURY NOTES T-NOTE 4.375% 11/30/2028	53,668	54,288
U.S. Treasury	WI TREASURY SEC 3.375% 5/15/2033	452,037	467,395
U.S. Treasury	U.S. TREASURY NOTES 3.875% 8/15/2033	1,117,552	1,158,905
SMALL BUSINESS ADMIN GTD PARTN CTFS	SMALL BUSINESS ADMIN GTD PARTN CTFS SR 23-10B CL 1 5.688% 09-10-2033	330,000	343,532
U.S. Treasury	U.S. TREASURY N/B 4.5% 11/15/2033	2,101,758	2,140,884
U.S. Treasury	U.S. TREASURY BDS DTD 00271 1.125% 8/15/2040	733,758	765,967
U.S. Treasury	U.S. TREASURY BDS 4.5% 8/15/2043	3,329,240	3,536,682
U.S. Treasury	U.S. TREASURY BDS DTD 00300 4.75% 11/15/2043	2,895,883	3,019,320

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U.S. Treasury	U.S. TREASURY BDS 2.25% 8/15/2046	771,310	807,023
SMALL BUSINESS ADMIN GTD	SMALL BUSINESS ADMIN GTD DEV PARTN CTF 4.71% 2022-25 L 12-01-2047	401,917	419,335
SMALL BUSINESS ADMIN SR	SMALL BUSINESS ADMIN SR 2023-25G 5.18%07-01-2048	426,775	443,405
PETROLEOS MEXICANOS GTD	PETROLEOS MEXICANOS GTD NT 7.69% DUE 01-23-2050 REG	216,161	206,207
U.S. Treasury	U.S. TREASURY N/B 2.0% 8/15/2051	2,653,680	2,829,448
U.S. Treasury	U.S. TREASURY BD STRIPPED PRIN PMT 2/15/2052	3,432,801	3,752,551
U.S. Treasury	U.S. TREASURY BDS 2.0% 2/15/2052	3,414,603	3,633,999
U.S. Treasury	U.S. TREASURY BD STRIPPED PRIN DTD 0% 5/15/2052	3,439,075	3,755,649
U.S. Treasury	U.S. TREASURY N/B 3% 5/15/2052	3,412,154	3,620,187
U.S. Treasury	U.S. TREASURY N/B 2.875% 8/15/2052	3,379,075	3,584,700
U.S. Treasury	U.S. TREASURY N/B 3.5% 2/15/2053	3,413,146	3,614,134
U.S. Treasury	U.S. TREASURY STRIP 0% 2/15/2053	3,439,748	3,764,087
U.S. Treasury	U.S. TREASURY STRIP TBOND 0% 5/15/2053	3,472,519	3,649,716
U.S. Treasury	U.S. TREASURY N/B 3.625% 5/15/2053	4,726,214	5,035,519
U.S. Treasury	U.S. TREASURY N/B 4% 8/15/2053	15,134,123	16,219,529
U.S. Treasury	U.S. TREASURY BDS DTD 00300 4.75% 11/15/2053	2,563,195	2,766,095
U.S. Treasury	PANAMA (REPUBLIC OF) 6.853% 3/28/2054	222,830	224,260
Total		\$ 67,075,850	\$ 71,400,219
Limited liability Companies			
ACADIAN GLOBAL MANAGED VOLATILITY FUND LIMITED PARTNERSHIP	Acadian Global Managed Volatility Fund Limited Partnership	9,966,517	10,461,876
Total		\$ 9,966,517	\$ 10,461,876
Common collective trust funds			
CF SSGA U.S LONG GOVT BOND INDX	CF SSGA U.S LONG GOVT BOND INDX NL SF CL A(CMDF4	88,866,015	85,279,236
CF INTERMEDIATE US GOVT INDX	CF INTERMEDIATE US GOVT INDX SL SF CL I (CMEW2)	39,565,463	40,988,143
CF SSGA GLOBAL ALL CAP EQUITY	CF SSGA GLOBAL ALL CAP EQUITY INDEX SL SF CL I ZVRS1	29,204,085	35,331,310
CF PRUDENTIAL LONG DURATION CREDIT FUND	CF PRUDENTIAL LONG DURATION CREDIT FUND	194,295,478	212,219,549
Total		\$ 351,931,041	\$ 373,818,238
Limited Partnerships:			
DRIVE CAPITAL FUND I, LIMITED PARTNERSHIPS	Drive Capital Fund I, LP	9,995,224	11,964,076
Drive Capital Fund II (TE), LIMITED PARTNERSHIPS	Drive Capital Fund II, LP	9,961,386	10,675,055
Total		\$ 19,956,610	\$ 22,639,131
Futures Contracts Assets			
CBT T-NOTE	MAR 24 10 YR T-NOTE		37,656
CBT T-NOTE	MAR 24 10 YR T-NOTE		65,813
CBT T-NOTE	MAR 24 10 YR T-NOTE		89,063
CBT T-NOTE	MAR 24 10 YR T-NOTE		102,539
CBT T-NOTE	MAR 24 10 YR T-NOTE		84,938
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		127,500
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		464,063
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		614,063
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		689,063
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		592,212

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
ULTRA T-NOTE	MAR 24 CBT ULTRA 10YR U.S. Treasury Note		98,528
ULTRA T-NOTE	MAR 24 CBT ULTRA 10YR U.S. Treasury Note		24,375
ULTRA T-NOTE	MAR 24 CBT ULTRA 10YR U.S. Treasury Note		27,375
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		18,496
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		16,125
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		16,091
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		13,409
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		16,072
CBT ULTRA T-BOND	MAR 24 CBT Ultra T- BOND		748,812
Total		\$ —	\$ 3,846,193
Total Investments		\$ 702,405,216	\$ 729,778,010

Note: This schedule includes those assets required to be reported under ERISA Section 2520.103-11 and Form 5500 Schedule H, Line 4i.

(*) Information (with the exception of futures contracts) certified as to completeness and accuracy by Northern Trust, as detailed in Note 5 of financial statements.

(**) Indicates a party-in-interest investment.

HUNTINGTON BANCSHARES RETIREMENT PLAN
EIN: 31-0724920
Plan Number: 001
SCHEDULE H, PART IV, LINE 4j — SCHEDULE OF REPORTABLE TRANSACTIONS (*)
FOR THE YEAR ENDED DECEMBER 31, 2023
(Amounts in dollars)

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of party involved	Description of asset	Purchase price (**)	Selling price (**)	Cost of asset (**)	Current value of asset on transaction date (**)	Net gain or (loss) (**)
Category (iii) series of security transactions in excess of 5% of plan's assets						
U.S. Treasury	US Treasury N/B 4.00% 11/15/2052					
	Purchase - 166	28,187,246		28,187,246	—	—
	Sale - 140		27,809,283	27,707,800	—	(201,497)
CF Intermediate US Government Index	CF Intermediate US Government Index SL SF CL I					
	Purchase - 1	41,700,000		41,700,000		
U.S. Treasury	US Treasury N/B 3.625% 5/15/2053					
	Purchase - 68	43,437,272		43,437,272		
SSGA US Long Government Bond Index	SSGA US Long Government Bond Index					
	Purchase - 2	124,570,428		124,570,428		
	Sale - 5		5,029,838	6,541,064		(1,511,226)
CF SSGA US Long Government Bond Index	CF SSGA U.S Long Government Bond Index NL SF CL					
	Sale - 5		93,416,433	93,416,433		(10,684,218)
U.S. Treasury	US Treasury N/B 3.625% 5/15/2053					
	Sale - 38		39,679,005	39,679,005		(511,709)

Note: This schedule includes those assets purchased and/or sold during the current year that are in excess of 5% of the fair market value of the Plan assets as required by ERISA Section 2520.103-6 and Form 5500 Schedule H, Line 4j.

(*) Column (e) and (f) has been omitted as it is not applicable.

(**) Information certified as to completeness and accuracy by Northern Trust and Huntington National Bank.

There were no category (i), (ii) or (iv) reportable transactions during the year ended December 31, 2023.

Schedule SB, line 26a — Schedule of Active Participant Data

Attained age	Years of credited service (at plan freeze on or before December 31, 2013)										
	Under 1	1–4	5–9	10–14	15–19	20–24	25–29	30–34	35–39	40 & up	Total
Under 25											
25–29											
30–34		5	6								11
35–39		35	122	13							170
		116	190								
		2,038									
40–44	1	62	235	130	18						446
		124	255	428							
		3,293	14,945	13,880							
45–49	1	51	194	111	80	3					440
		223	296	483	682						
		7,213	14,215	12,902							
50–54		53	212	132	133	66	7				603
		328	343	618	946	1,278					
		10,343	28,549	19,006	24,009	38,025					
55–59	1	42	231	96	130	81	46	4			631
		287	349	679	902	1,409	1,949				
		11,545	16,866	15,855	44,763	50,904					
60–64	2	39	189	100	80	42	41	37	7		537
		291	375	690	973	1,332	1,951	1,819			
		1,979	37,615	37,160	37,339		40,834				
65–69		9	62	23	26	18	7	9	3		157
			373	779	828						
			46,515								
70 & up			13	3	8	4		1	1	1	31
Total	5	296	1,264	608	475	214	101	51	11	1	3,026
											596
											24,586

In each cell, the top number is the count of active participants for each age/service combination, the middle number is average frozen monthly accrued benefit, and the bottom number is average cash balance amount (for select FirstMerit plan participants). Average frozen monthly accrued benefit and cash balance amount are not shown for cells with fewer than 20 participants.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Actuarial assumptions for January 1, 2023 funding valuation**

Discount rate sponsor elections		
• Segment rates or full yield curve	Segment	
• Look-back months	0	
	Stabilized	Non-stabilized
• First 5 years	4.75%	2.13%
• Next 15 years	5.00%	3.62%
• Over 20 years	5.74%	3.93%
Mortality sponsor elections		
• Healthy and disabled participants	Section 403(h)(3) prescribed separate static annuitant and non-annuitant mortality tables. These tables are based on the IRS-defined 2006 Base Tables with static mortality improvement based on the IRS methodology and projection scale MP-2021.	
417(e) lump sums	Liabilities are determined based on the underlying annuity used by the plan to determine the lump sum amount, rather than valuing the lump sum payment. This annuity is valued based on funding interest rates rather than 417(e) rates and current year 417(e) unisex mortality.	
Cash balance plans		
• Interest accumulation rate	3.25% per year	
• Whipsaw calculations	No	
• Conversion of lump sums	Annuities are assumed to be paid using a select and ultimate set of segment rates. See the table of rates below. In addition, lump sums are based upon the applicable 417(e) mortality table for 2023.	
Other economic assumptions		
• Salary increases	Not applicable	
• Social Security taxable wage base increases	Not applicable	
• Inflation	2.20% per year	
• Expected investment return	3.70% per year for 2021 and 2022, 5.40% for 2023	
• Expenses	\$2,800,000 added to current year normal cost	
• Optional form of payment/Late retirement actuarial equivalence	Applicable mortality table and interest rates under 417(e) as of the valuation date	
Demographic assumptions		
• Withdrawal	Rates based on age See table of sample rates.	
• Disability incidence	Huntington: 60% of the 1985 Pension Disability Table (Class 1); they are based on a participant's attained age and sex. See table of sample rates. FirstMerit: None	

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

• Retirement age	Rates based on age			
	Attained age	Percentage		
	Under 55	0%		
	55 - 60	9%		
	61	12%		
	62 - 63	16%		
	64	22%		
	65	35%		
	66 - 70	30%		
	71 and above	100%		
• Benefit commencement age for				
Huntington: Future and current vested deferred	64 with 10 or more years of service at termination/65 with less than 10 years of service at termination			
Legacy FirstMerit: Future and current vested deferred	64 with 15 or more years of service at termination/65 with less than 15 years of service at termination			
Legacy Citizens: Future and current vested deferred	64			
Huntington: Post-2009 disabled	64 with 10 or more years of service at termination/65 with less than 10 years of service at termination			
Huntington: Pre-2010 disabled	65			
• Spouse assumptions	Male participants		Female participants	
Percentage married	100%		100%	
Spouse age difference	3 years younger		3 years older	
Form of payment	Lump sum	Single life	100% J&S	50% J&S
• Huntington active retirements/retirement-eligible disabled	80%	10%	10%	0%
• Legacy FirstMerit and Legacy Citizens active retirements	90%*	10%	0%	0%
• Future vested deferred (Huntington not-retirement-eligible disabled)	50%	25%	25%	0%
• Current vested deferred	0%	55%	45%	0%
• Future deaths	0%	0%	0%	100%
• Huntington pre-2010 disabled	0%	100%	0%	0%
* Partial lump sum/life annuity				
Unpredictable contingent event assumptions	Not applicable.			

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Table of sample rates**

Withdrawal rates	
Attained age	Annual percentage of turnover
20	9.00%
30	9.00%
40	8.00%
50	7.00%
60	7.00%

Huntington - Disability incidence		
Attained age	Male	Female
30	0.03%	0.05%
35	0.04%	0.08%
40	0.07%	0.13%
45	0.12%	0.19%
50	0.21%	0.32%
55	0.43%	0.57%
60	0.75%	0.70%

Rationale for economic assumptions

- **Discount rate sponsor elections for funding** – Given the segment rate and look-back elections made by the plan sponsor, the stabilized and non-stabilized rates are prescribed by IRC Section 430 and relevant regulations.
- **417(e) lump sums for funding** – These are the IRC Section 430 prescribed rates and IRC 417(e) mortality tables. The valuation methodology is prescribed by the IRS.
- **Inflation** – This assumption is based on a view of inflation using capital market assumptions published in Mercer Investment LLC's *Capital Market Outlook*.
- **Expected investment return for funding** – The expected investment return is based on the median (50th percentile) simulated investment return using capital market assumptions published in Mercer Investment LLC's *Capital Market Outlook* for the plan's target asset mix. There is no adjustment for investment expenses (dependent upon asset size and allocation) assumed to be paid from plan assets since those are included in the explicit expense load.
- **Expenses** – Expenses are based on year-by-year experience for actual administrative and investment expenses paid from plan assets. Adjustments are made for any known significant changes.
- **Cash balance interest accumulation rate** – The cash balance interest accumulation rate assumption is based on the long term assumption (30-year Nominal Yield Curve) using capital market assumptions as published in Mercer Investment LLC's *Capital Market Outlook*.

Rationale for demographic assumptions

- **Withdrawal** – Termination rates were developed based on an experience study undertaken in 2021 using data from 2016 through 2020. The assumption is reviewed annually for reasonability to ensure this table produces a reasonable approximation of the rates of termination expected to be experienced by the plan.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

- **Huntington disability incidence** – The disability incidence table is based on the Conference of Consulting Actuaries 1985 Pension Disability Study Class 1 rates multiplied by 60% because the plan's disability requirements are less stringent than Social Security Disability, which was the basis of the 1985 study.
- **Retirement age** – The retirement rates are based on an experience study undertaken in 2021 using data from 2016 through 2020. The expectation is that the future retirement patterns and circumstances of the employer will not differ significantly from the period studied.
- **Benefit commencement age** – The benefit commencement ages are based on an experience study undertaken in 2021 using data from 2016 through 2020. The expectation is that the future age at which benefit commencement occurs will not differ significantly from the period studied.
- **Spouse assumptions** – The assumption regarding percent married is based on the plan provision that allows a death benefit to all participants regardless of marital status. The assumption regarding spouse age difference at benefit commencement is based on the actuary's experience with many plans.
- **Huntington forms of payment** – The assumptions regarding the form of payment are based on plan experience. The current assumption is supported by actual experience of the plan using data from 2016 through 2020.
- **FirstMerit forms of payment** – The assumptions regarding the forms of payment are based on plan experience. The current assumption is supported by actual experience of the plan using data from 2016 through 2020.
- **Mortality for funding** – Given the mortality election made by the plan sponsor, the mortality rates are prescribed by IRC Section 430 and relevant regulations.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Actuarial methods for funding****Asset methods**

The asset valuation method is an average of the adjusted market value for each year during the last two years preceding the valuation date. The adjusted market value is the market value at each determination date adjusted to the valuation date based on actual cash flows and expected interest at the lesser of the expected rate of return and the third segment rate. This amount is adjusted to be no greater than 110 percent and no less than 90 percent of the fair market value, as defined in IRC Section 430.

A characteristic of this asset method is that, over time, it is slightly more likely to produce an actuarial value of assets that is less than the market value of assets than an actuarial value that is greater than the market value.

Participant methods

Participants or former participants are included or excluded from the valuation as described below:

- **Participants included:** The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.
- **Participants excluded:** No actuarial liability is included for non-vested participants who terminated prior to the valuation date. For this purpose, participants with a break in service on the valuation date are treated as terminated participants.
- **Insurance contracts:** The plan does not have any insurance contracts.

Minimum funding methods

The funding target for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- The plan's valuation date is the beginning of the plan year.
- An individual's **funding target** is the present value of future benefits based on credited service and average pay as of the beginning of the plan year, and an individual's **target normal cost** is the present value of the benefit expected to accrue in the plan year. If multiple decrements are used, the funding target and the target normal cost for an individual are the sum of the component funding targets and target normal costs associated with the various anticipated separation dates.
- The plan's **target normal cost** is the sum of the individual target normal costs, and the plan's **funding target** is the sum of the individual funding targets for all participants under the plan.

HUNTINGTON BANCSHARES RETIREMENT PLAN
EIN: 31-0724920
Plan Number: 001
SCHEDULE H, PART IV, LINE 4j — SCHEDULE OF REPORTABLE TRANSACTIONS (*)
FOR THE YEAR ENDED DECEMBER 31, 2023
(Amounts in dollars)

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of party involved	Description of asset	Purchase price (**)	Selling price (**)	Cost of asset (**)	Current value of asset on transaction date (**)	Net gain or (loss) (**)
Category (iii) series of security transactions in excess of 5% of plan's assets						
U.S. Treasury	US Treasury N/B 4.00% 11/15/2052					
	Purchase - 166	28,187,246		28,187,246	—	—
	Sale - 140		27,809,283	27,707,800	—	(201,497)
CF Intermediate US Government Index	CF Intermediate US Government Index SL SF CL I					
	Purchase - 1	41,700,000		41,700,000		
U.S. Treasury	US Treasury N/B 3.625% 5/15/2053					
	Purchase - 68	43,437,272		43,437,272		
SSGA US Long Government Bond Index	SSGA US Long Government Bond Index					
	Purchase - 2	124,570,428		124,570,428		
	Sale - 5		5,029,838	6,541,064		(1,511,226)
CF SSGA US Long Government Bond Index	CF SSGA U.S Long Government Bond Index NL SF CL					
	Sale - 5		93,416,433	93,416,433		(10,684,218)
U.S. Treasury	US Treasury N/B 3.625% 5/15/2053					
	Sale - 38		39,679,005	39,679,005		(511,709)

Note: This schedule includes those assets purchased and/or sold during the current year that are in excess of 5% of the fair market value of the Plan assets as required by ERISA Section 2520.103-6 and Form 5500 Schedule H, Line 4j.

(*) Column (e) and (f) has been omitted as it is not applicable.

(**) Information certified as to completeness and accuracy by Northern Trust and Huntington National Bank.

There were no category (i), (ii) or (iv) reportable transactions during the year ended December 31, 2023.

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan HUNTINGTON BANCSHARES RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF HUNTINGTON BANCSHARES INCORPORATED	D Employer Identification Number (EIN) 31-0724920
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information			
1 Enter the valuation date: Month 01 Day 01 Year 2023			
2 Assets:			
a Market value.....		2a	715,425,811
b Actuarial value.....		2b	786,968,392
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment.....	4,379	316,443,004	316,443,004
b For terminated vested participants.....	4,616	179,959,199	179,959,199
c For active participants.....	3,026	162,723,018	166,621,486
d Total.....	12,021	659,125,221	663,023,689
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions.....		4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....		4b	
5 Effective interest rate.....	5	5.30%	
6 Target normal cost			
a Present value of current plan year accruals.....	6a	0	
b Expected plan-related expenses.....	6b	2,800,000	
c Target normal cost.....	6c	2,800,000	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<i>Rachel A. Battah</i> <i>RAB</i>	09/18/2024
Signature of actuary		Date
RACHEL A. BATTAH		2306672
Type or print name of actuary		Most recent enrollment number
MERCER		614-227-5500
Firm name		Telephone number (including area code)
325 JOHN H. MCCONNELL BLVD. STE 350		
COLUMBUS OH 43215-7644		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2023
v. 230728

Part II	Beginning of Year Carryover and Prefunding Balances
----------------	--

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	164,836,705	2,660
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	164,836,705	2,660
10	Interest on line 9 using prior year's actual return of <u>-22.93%</u>	-37,797,056	-610
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year).....		0
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.47%</u>		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		0
	c Total available at beginning of current plan year to add to prefunding balance.....		0
	d Portion of (c) to be added to prefunding balance.....		0
12	Other reductions in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	127,039,649	2,050

Part III	Funding Percentages
-----------------	----------------------------

14	Funding target attainment percentage	14	99.53 %
15	Adjusted funding target attainment percentage	15	118.69 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	149.40 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
			Totals ►	18(b)	0 18(c)
					0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date.....	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	0

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 0
22 Weighted average retirement age			22 61
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Demographic and benefit information		
a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment		27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years.....	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29).....	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6c).....	31a	2,800,000	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment		0	0
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....		34	2,800,000
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	2,800,000	0	2,800,000
36 Additional cash requirement (line 34 minus line 35).....	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37).....	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)

41 If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☐ 2020 ☒ 2021
--

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 61.

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	9%	100,000	9,000	495,000
56	9%	91,000	8,190	458,640
57	9%	82,810	7,453	424,815
58	9%	75,357	6,782	393,364
59	9%	68,575	6,172	364,133
60	9%	62,403	5,616	336,977
61	12%	56,787	6,814	415,680
62	16%	49,972	7,996	495,727
63	16%	41,977	6,716	423,127
64	22%	35,261	7,757	496,469
65	35%	27,503	9,626	625,699
66	30%	17,877	5,363	353,967
67	30%	12,514	3,754	251,531
68	30%	8,760	2,628	178,700
69	30%	6,132	1,840	126,929
70	30%	4,292	1,288	90,138
71	100%	3,005	3,005	213,327
Total			100,000	6,144,225
Average				61.44

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Actuarial assumptions for January 1, 2023 funding valuation**

Discount rate sponsor elections		
• Segment rates or full yield curve	Segment	
• Look-back months	0	
	Stabilized	Non-stabilized
• First 5 years	4.75%	2.13%
• Next 15 years	5.00%	3.62%
• Over 20 years	5.74%	3.93%
Mortality sponsor elections		
• Healthy and disabled participants	Section 403(h)(3) prescribed separate static annuitant and non-annuitant mortality tables. These tables are based on the IRS-defined 2006 Base Tables with static mortality improvement based on the IRS methodology and projection scale MP-2021.	
417(e) lump sums	Liabilities are determined based on the underlying annuity used by the plan to determine the lump sum amount, rather than valuing the lump sum payment. This annuity is valued based on funding interest rates rather than 417(e) rates and current year 417(e) unisex mortality.	
Cash balance plans		
• Interest accumulation rate	3.25% per year	
• Whipsaw calculations	No	
• Conversion of lump sums	Annuities are assumed to be paid using a select and ultimate set of segment rates. See the table of rates below. In addition, lump sums are based upon the applicable 417(e) mortality table for 2023.	
Other economic assumptions		
• Salary increases	Not applicable	
• Social Security taxable wage base increases	Not applicable	
• Inflation	2.20% per year	
• Expected investment return	3.70% per year for 2021 and 2022, 5.40% for 2023	
• Expenses	\$2,800,000 added to current year normal cost	
• Optional form of payment/Late retirement actuarial equivalence	Applicable mortality table and interest rates under 417(e) as of the valuation date	
Demographic assumptions		
• Withdrawal	Rates based on age See table of sample rates.	
• Disability incidence	Huntington: 60% of the 1985 Pension Disability Table (Class 1); they are based on a participant's attained age and sex. See table of sample rates. FirstMerit: None	

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

• Retirement age	Rates based on age			
	Attained age	Percentage		
	Under 55	0%		
	55 - 60	9%		
	61	12%		
	62 - 63	16%		
	64	22%		
	65	35%		
	66 - 70	30%		
	71 and above	100%		
• Benefit commencement age for				
Huntington: Future and current vested deferred	64 with 10 or more years of service at termination/65 with less than 10 years of service at termination			
Legacy FirstMerit: Future and current vested deferred	64 with 15 or more years of service at termination/65 with less than 15 years of service at termination			
Legacy Citizens: Future and current vested deferred	64			
Huntington: Post-2009 disabled	64 with 10 or more years of service at termination/65 with less than 10 years of service at termination			
Huntington: Pre-2010 disabled	65			
• Spouse assumptions	Male participants	Female participants		
Percentage married	100%	100%		
Spouse age difference	3 years younger	3 years older		
Form of payment	Lump sum	Single life	100% J&S	50% J&S
• Huntington active retirements/retirement-eligible disabled	80%	10%	10%	0%
• Legacy FirstMerit and Legacy Citizens active retirements	90%*	10%	0%	0%
• Future vested deferred (Huntington not-retirement-eligible disabled)	50%	25%	25%	0%
• Current vested deferred	0%	55%	45%	0%
• Future deaths	0%	0%	0%	100%
• Huntington pre-2010 disabled	0%	100%	0%	0%
* Partial lump sum/life annuity				
Unpredictable contingent event assumptions	Not applicable.			

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Table of sample rates**

Withdrawal rates	
Attained age	Annual percentage of turnover
20	9.00%
30	9.00%
40	8.00%
50	7.00%
60	7.00%

Huntington - Disability incidence		
Attained age	Male	Female
30	0.03%	0.05%
35	0.04%	0.08%
40	0.07%	0.13%
45	0.12%	0.19%
50	0.21%	0.32%
55	0.43%	0.57%
60	0.75%	0.70%

Rationale for economic assumptions

- **Discount rate sponsor elections for funding** – Given the segment rate and look-back elections made by the plan sponsor, the stabilized and non-stabilized rates are prescribed by IRC Section 430 and relevant regulations.
- **417(e) lump sums for funding** – These are the IRC Section 430 prescribed rates and IRC 417(e) mortality tables. The valuation methodology is prescribed by the IRS.
- **Inflation** – This assumption is based on a view of inflation using capital market assumptions published in Mercer Investment LLC's *Capital Market Outlook*.
- **Expected investment return for funding** – The expected investment return is based on the median (50th percentile) simulated investment return using capital market assumptions published in Mercer Investment LLC's *Capital Market Outlook* for the plan's target asset mix. There is no adjustment for investment expenses (dependent upon asset size and allocation) assumed to be paid from plan assets since those are included in the explicit expense load.
- **Expenses** – Expenses are based on year-by-year experience for actual administrative and investment expenses paid from plan assets. Adjustments are made for any known significant changes.
- **Cash balance interest accumulation rate** – The cash balance interest accumulation rate assumption is based on the long term assumption (30-year Nominal Yield Curve) using capital market assumptions as published in Mercer Investment LLC's *Capital Market Outlook*.

Rationale for demographic assumptions

- **Withdrawal** – Termination rates were developed based on an experience study undertaken in 2021 using data from 2016 through 2020. The assumption is reviewed annually for reasonability to ensure this table produces a reasonable approximation of the rates of termination expected to be experienced by the plan.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

- **Huntington disability incidence** – The disability incidence table is based on the Conference of Consulting Actuaries 1985 Pension Disability Study Class 1 rates multiplied by 60% because the plan's disability requirements are less stringent than Social Security Disability, which was the basis of the 1985 study.
- **Retirement age** – The retirement rates are based on an experience study undertaken in 2021 using data from 2016 through 2020. The expectation is that the future retirement patterns and circumstances of the employer will not differ significantly from the period studied.
- **Benefit commencement age** – The benefit commencement ages are based on an experience study undertaken in 2021 using data from 2016 through 2020. The expectation is that the future age at which benefit commencement occurs will not differ significantly from the period studied.
- **Spouse assumptions** – The assumption regarding percent married is based on the plan provision that allows a death benefit to all participants regardless of marital status. The assumption regarding spouse age difference at benefit commencement is based on the actuary's experience with many plans.
- **Huntington forms of payment** – The assumptions regarding the form of payment are based on plan experience. The current assumption is supported by actual experience of the plan using data from 2016 through 2020.
- **FirstMerit forms of payment** – The assumptions regarding the forms of payment are based on plan experience. The current assumption is supported by actual experience of the plan using data from 2016 through 2020.
- **Mortality for funding** – Given the mortality election made by the plan sponsor, the mortality rates are prescribed by IRC Section 430 and relevant regulations.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Actuarial methods for funding****Asset methods**

The asset valuation method is an average of the adjusted market value for each year during the last two years preceding the valuation date. The adjusted market value is the market value at each determination date adjusted to the valuation date based on actual cash flows and expected interest at the lesser of the expected rate of return and the third segment rate. This amount is adjusted to be no greater than 110 percent and no less than 90 percent of the fair market value, as defined in IRC Section 430.

A characteristic of this asset method is that, over time, it is slightly more likely to produce an actuarial value of assets that is less than the market value of assets than an actuarial value that is greater than the market value.

Participant methods

Participants or former participants are included or excluded from the valuation as described below:

- **Participants included:** The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.
- **Participants excluded:** No actuarial liability is included for non-vested participants who terminated prior to the valuation date. For this purpose, participants with a break in service on the valuation date are treated as terminated participants.
- **Insurance contracts:** The plan does not have any insurance contracts.

Minimum funding methods

The funding target for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- The plan's valuation date is the beginning of the plan year.
- An individual's **funding target** is the present value of future benefits based on credited service and average pay as of the beginning of the plan year, and an individual's **target normal cost** is the present value of the benefit expected to accrue in the plan year. If multiple decrements are used, the funding target and the target normal cost for an individual are the sum of the component funding targets and target normal costs associated with the various anticipated separation dates.
- The plan's **target normal cost** is the sum of the individual target normal costs, and the plan's **funding target** is the sum of the individual funding targets for all participants under the plan.

Schedule SB, Part V — Summary of Plan Provisions**Summary of major plan provisions****Huntington Bancshares**

Effective date and plan year	<p>Effective January 1, 1954. Restated January 1, 1986. Board resolution effective January 1, 1993, brings Huntington Federal Savings Bank employees into the plan. Board resolution effective January 1, 1994, brings employees of Railroadmen's Federal Savings and Loan Association, CB&T Financial Corporation, First National Bank of Morgantown, First Bank of Lafayette, and Charter Oak Financial Corporation into the plan. Board resolution effective January 1, 1995, brings employees of First Federal Bank for Savings of Northern Kentucky into the plan. Board resolution effective May 16, 1995, brings the Reliance Bank of Florida employees into the plan. Board resolution effective May 1, 1995, brings the Security National Bank employees into the plan. Board resolution effective April 1, 1996, brings the Peoples Bank of Lakeland employees into the plan. Board resolution effective June 30, 1996, brings the Seminole Bank of Florida employees into the plan. Board resolution effective May 1, 1997, brings the Citizens National Bank of Leesburg into the plan. Board resolution effective December 31, 1997, brings First Michigan Bank into the plan. Board resolution effective May 31, 1998, brings Barnett Bank into the plan. Board resolution effective December 31, 2000, brings Empire National Bank into the plan. Board resolution effective March 1, 2006 brings Unizan Bank into the plan. Board resolution effective July 1, 2007 brings Sky Bank into the plan. Board resolution effective March 31, 2010 brings Perpetual Savings Bank into the plan. Board resolution effective December 31, 2017 brings FirstMerit Corporation into the plan.</p> <p>Plan year: Calendar year</p>
Most recent amendment	Plan amended and restated January 1, 2022
Status of the plan	<p>The plan is frozen so there are no ongoing benefit accruals. Participants hired prior to January 1, 2010 earned accruals through December 31, 2013. New employees hired on or after January 1, 2010 are not eligible to participate in the plan. Rehires on or after January 1, 2010 will continue to earn Service for vesting purposes for the prior benefit earned, but will not earn any additional benefits. Effective December 31, 2013, the plan is frozen and no participants will earn benefits in the plan in future years. Colleagues will continue to earn Service for vesting purposes after December 31, 2013.</p>
Significant events that occurred during the year	Mercer is not aware of any significant events that would impact the results presented in this report.
Definitions	
• Participation	<p>Any Employee shall become a Participant on the January 1 or July 1 following the later of his completion of one (1) year of Continuous Employment and his twenty-first (21st) birthday. Effective December 31, 2009, the plan is frozen to new entrants such that no colleagues hired on or after January 1, 2010 will be permitted to enter the plan. Colleagues rehired on or after January 1, 2010 will continue to earn Service for vesting purposes for the prior benefit earned, but will not earn any additional benefits.</p>

Schedule SB, Part V — Summary of Plan Provisions

• Employee contributions	None
• Service considered	A Participant's Service and Credited Service are his latest period of continuous employment with the employer. Credited Service is frozen effective December 31, 2013.
• Monthly compensation	For pay earned prior to January 1, 2000, Participant's compensation is his salary, excluding bonuses, overtime pay, and other irregular payments. For pay earned after December 31, 1999, a Participant's compensation is his base salary plus 50% of short-term bonuses and overtime pay. Compensation is limited as described in section 401(a)(17) of the Internal Revenue Code.
• Final average compensation	The average monthly compensation during the highest five consecutive Plan years. Final average compensation is frozen effective December 31, 2009 and monthly compensation is not considered beyond the freeze of benefit accruals on December 31, 2013.

Normal retirement

• Eligibility	A Participant may retire upon attainment of the later of age 65 or five (5) years of service.
• Benefit	<p>A monthly benefit payable for life of the Participant equal to (1) + (2) + (3) + (4) + (5) + (6) + (7)</p> <ol style="list-style-type: none"> 1. For service prior to July 1, 1999, 1.25% of Final Average Compensation times years of Credited Service not in excess of 25 years. The 1.25% increases to 1.30% for Participants born in 1938 to 1954 and 1.35% for Participants born after 1954. 2. For service prior to July 1, 1999, 0.75% of Final Average Compensation in excess of Covered Compensation times years of Credited Service not in excess of 25 years. The 0.75% decreases to 0.70% for Participants born in 1938 to 1954 and to 0.65% for Participants born after 1954. 3. For service between June 30, 1999 and December 31, 2009, 1.00% of Final Average Compensation times years of Credited Service not in excess of 25 years (including years in part (1) above). 4. For service between June 30, 1999 and December 31, 2009, 0.65% of Final Average Compensation in excess of Covered Compensation times years of Credited Service not in excess of 25 years (including years in part (2) above). 5. For service prior to January 1, 2010, 1.00% of the Participant's Final Average Compensation multiplied by his Credited Service in excess of 25 years up to 15 additional years. 6. For service between December 31, 2009 and December 31, 2013, 1.00% of the Participant's Monthly Compensation, up to a total of 40 years of service (40-year limitation on years of Credited Service includes years in part (1) through (5) above). 7. The participant's frozen merged plan benefit calculated as the frozen benefit using the terms of the merged plan. Such merged benefit will be added to the benefit determined above which will use credited service after the merger date. <p>No benefits will be earned in the plan after December 31, 2013.</p>

Schedule SB, Part V — Summary of Plan Provisions**Early retirement**

- **Eligibility** A Participant may retire early upon attainment of age 55 and ten (10) years of Service.
- **Benefit** The portion of the Accrued Retirement Pension from (1), (3) and (5) reduced prior to Normal Retirement by the Part A factors in the table below and the portion from (2), (4) and (6) reduced prior to Normal Retirement by the Part B factors in the table below. The factors used for (7) will be based on similar accrual-based concepts.

Early Retirement Reduction table

If payment starts at age:	Part A factors	Part B factors
64	0.97	0.92
63	0.94	0.84
62	0.91	0.76
61	0.88	0.71
60	0.85	0.66
59	0.82	0.63
58	0.79	0.60
57	0.76	0.56
56	0.73	0.52
55	0.70	0.48

Late retirement

- **Eligibility** A Participant working beyond his Normal Retirement Date is entitled to a late retirement benefit.
- **Benefit** The benefit beginning at his actual retirement date computed as if his Normal Retirement Date were his actual retirement date.

Deferred vested

- **Eligibility** After 5 years of Service, the Participant is entitled to 100% of the accrued pension.
- **Benefit** The monthly pension computed according to the formula for normal retirement with compensation and Credited Service for benefit accrual purposes stopping at the termination of employment or December 31, 2013, if earlier. If the benefit commences early (a Participant must attain age 55 and have ten (10) years of service to do so), the same factors shown under the early retirement benefit above are used to determine the benefit.

Schedule SB, Part V — Summary of Plan Provisions**Disability**

- **Eligibility** Determination of total and permanent disability under any long term disability program sponsored by the Bank. The Normal Retirement Benefit as of the date of disability will be payable at age 65. If the participant is eligible to retire at the date of disability, benefits may commence immediately under the provisions for early, normal or late retirement, as applicable. Participants who became disabled prior to January 1, 2010, continue to accrue benefits during the period of disability until age 65 or December 31, 2013, if earlier, according to the benefit formula. At age 65, the Participant will receive a full normal retirement pension determined as of age 65 or December 31, 2013, if earlier.
- **Benefit** Credited Service will continue to be granted during the period of disability, for those Participants who became disabled prior to January 1, 2010, until age 65 or December 31, 2013, if earlier. At age 65, the Participant will receive a full normal retirement pension determined as of age 65 or December 31, 2013, if earlier.

Pre-retirement death

- **Eligibility** On the death of any Participant who has not yet retired and who has a vested benefit under the Plan, a pension will become payable to the Participant's spouse or other elected beneficiary as of the date of the Participant's death.
- **Benefit** The monthly pension payable for the life of the spouse or other elected beneficiary is 50% of the monthly pension the Participant would have received under the qualified joint and survivor pension assuming that benefits commence following the later of the date of the death or the Participant's earliest retirement age. A non-spouse beneficiary must receive the pre-retirement death benefit in the form of a lump sum payment. The spouse may elect a lump sum or a monthly life annuity.

Form of benefits

- **Automatic form for unmarried participants** Single Life Annuity
- **Automatic form for married participants** 50% Joint and Survivor Annuity
- **Optional forms**
 - 50%, 75%, 100% Joint and Survivor Annuity
 - Single Life Annuity
 - 5-year and 10-year Certain and Life Annuity
 - Effective January 1, 2014: Unlimited lump sum for those who retire or terminate from active status; a 60-day window for lump sum payment is offered to participants. After 60 days, the right to the lump sum is forfeited unless the value was less than \$10,000 when originally calculated.
 - Prior to January 1, 2014: Deferred Vested participants were only eligible for a lump sum if the value was less than \$10,000.
- **Optional form conversion factors** IRC Section 417(e) mortality and interest rates for the month of August immediately preceding the first day of the plan year for all payment forms.

Schedule SB, Part V — Summary of Plan Provisions**Miscellaneous**

- | | |
|------------------------|---|
| • Maximum compensation | Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2013, the limit was \$255,000. |
| • Maximum benefits | Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2023, the limit is \$265,000. |
| • Administration | Plan sponsor |
| • Funding medium | Trust |

Legacy Citizens

- | | |
|------------------------------|---|
| Effective date and plan year | Original plan: The CBC plan was originally effective January 1, 1976 and the F&M plan was originally effective January 1, 2000.
Effective December 31, 2006, the CBC and F&M plans merged. Effective December 31, 2013, the Cash Balance Plan was merged into the Pension Plan for Employees of FirstMerit Corporation and Affiliates. Effective December 31, 2017, the Pension Plan for Employees of FirstMerit Corporation and Affiliates was merged into the Huntington Bancshares Retirement Plan.
Plan year: Calendar year |
| Status of the plan | Effective January 1, 2007, the plan is frozen, and no participants will earn benefits in future years. |

Definitions

- | | |
|--------------------------|--|
| • Participation | 1,000 hours of service in a 12-month period |
| • Employee contributions | None |
| • Vesting service | A plan year during which an employee completes at least 1,000 hours of service |
| • Covered compensation | The average of the maximum taxable wage bases for the 35 calendar years ending with the year an individual attains (or will attain) Social Security retirement age (SSRA). In determining an individual's covered compensation in any given year, the current year's wage base is assumed to remain level in future years. |
| • Accrued benefit | Cash Balance Account as of termination, projected to normal retirement age with interest credits, and converted into an actuarially equivalent life annuity. Pay credits are no longer applicable under this plan beginning in 2007. |
| • Actuarial equivalent | For purposes of converting the account balance into an annuity, the applicable interest rates for the fifth month preceding the beginning of each plan year and mortality pursuant to Code section 417(e). |
| • Cash balance account | Opening balance plus pay credits (prior to 2007) plus interest credits. The opening balance for CBC participants was determined as of January 1, 2002 equal to 105% of the present value of their grandfathered accrued benefit. The opening balance for former F&M Security and Waushara participants was determined as of January 1, 2000 equal to 100% of the present value of their grandfathered accrued benefit. |

Schedule SB, Part V — Summary of Plan Provisions

- **Grandfathered accrued benefit** Frozen benefit under legacy final average pay formula (integrated with covered compensation) as of December 31, 1999 for former F&M participants and as of December 31, 2001 for former CBC participants.

- **Early commencement reductions (grandfathered accrued benefit)**

CBC participants		Age 65	Age 66	Age 67
	Age	SSRA	SSRA	SSRA
	55	0.500	0.467	0.451
	56	0.533	0.512	0.491
	57	0.567	0.552	0.536
	58	0.600	0.586	0.571
	59	0.633	0.620	0.607
	60	0.667	0.655	0.643
	61	0.733	0.706	0.679
	62	0.800	0.757	0.714
	63	0.867	0.827	0.786
	64	0.933	0.895	0.857
	65	1.000	0.965	0.929
	66	1.000	1.000	0.965
	67	1.000	1.000	1.000

F&M participants

Use "Age 65 SSNRA" factors in the table above.

- **Interest credits** Credited annually based on the average yield on 30-year Treasury rates for the fifth month prior to the plan year.

Normal retirement

- **Eligibility** Age 65 with five years of participation
- **Benefit** Accrued benefit

Early retirement

- **Eligibility** Age 55 with three years of vesting service
- **Benefit** Actuarial equivalent of accrued benefit, but not less than the grandfathered accrued benefit reduced for early commencement reductions (if applicable)

Late retirement

- **Eligibility** A participant working beyond his normal retirement date is entitled to a late retirement benefit.
- **Benefit** The benefit beginning at his actual retirement date computed as if his normal retirement date were his actual retirement date.

Deferred vested

- **Eligibility** Three years of vesting service

Schedule SB, Part V — Summary of Plan Provisions

• Benefit	Accrued benefit payable at normal retirement age. Alternatively, if a participant had at least 10 years of vesting service at termination (for terminations after 2001 for former CBC participants and after 2006 for former F&M participants), an actuarially equivalent benefit payable the first of the month following termination of employment.
Pre-retirement death	
• Eligibility	Three years of vesting service
• Benefit	Actuarial equivalent of accrued benefit. For CBC and F&M participants who terminated without a cash balance account, the survivor portion of a 50% joint and survivor annuity payable at the participant's earliest retirement age.
Form of benefits	
• Automatic form for unmarried participants	Life annuity
• Automatic form for married participants	50% joint and survivor annuity
• Optional forms	Unmarried: Partial lump sum (two or three installments); Lump sum; 10-year certain and life annuity. Lump sum available if a participant had at least 10 years of service. Married: Same optional forms as an unmarried employee, plus life annuity; 75% and 100% joint and survivor annuity. Former CBC participants who terminated before January 1, 2002 and former F&M Security participants who terminated before January 1, 2000 are not eligible for a full or partial lump sum.
• Optional form conversion factors	IRC Section 417(e) mortality and interest rates for the month of August immediately preceding the first day of the plan year for all payment forms.
Miscellaneous	
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2006, the limit is \$220,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2023, the limit is \$265,000.
Legacy FirstMerit	
Effective date and plan year	Original plan: November 1, 1952. Effective December 31, 2017, the Pension Plan for Employees of FirstMerit Corporation and Affiliates was merged into the Huntington Bancshares Retirement Plan. Plan year: Calendar year
Status of the plan	Effective January 1, 2007, the plan is frozen and no participants will earn benefits in future years.
Definitions	
• Participation	Any plan year in which an employee completes at least 1,000 hours of service and has attained age 21 or older.
• Employee contributions	None

Schedule SB, Part V — Summary of Plan Provisions

• Vesting service	A plan year during which an employee completes at least 1,000 hours of service.
• Credited service	<p>Prior to January 1, 1989, the total of a participant's continuous years of full-time employment through December 31, 1988.</p> <p>After December 31, 1988, one year of service for each calendar year an employee completes 1,800 hours of service. Fractional service is computed for 1,000-1,799 hours. No service for less than 1,000 hours.</p> <p>Effective January 1, 2007, participants who were not vested as of January 1, 2007 will no longer earn future benefits under the plan.</p>
• Pensionable earnings	Wages paid, excluding overtime, bonuses, and other incentive earnings. If a participant works less than 2,080 hours in a plan year other than the plan year of termination of service, compensation is annualized by increasing actual compensation by the ratio of 2,080 over actual compensated hours.
• Final average earnings	Average compensation of four highest consecutive plan years out of the last 10.
• Covered compensation	The average of the maximum taxable wage bases for the 35 calendar years ending with the year an individual attains (or will attain) Social Security retirement age. In determining an individual's covered compensation in any given year, the current year's wage base is assumed to remain level in future years.
• Accrued benefit	The amount which a participant is entitled to commencing on his normal retirement date in the form of a life annuity based on his average final compensation, Social Security covered compensation, and credited years of service as of the valuation date.

Normal retirement

• Eligibility	Age 65 with five years of service
• Benefit	<p>The sum of:</p> <p>1% of average final earnings times years of credited service after January 1, 2005 (maximum of 40 years total credited service);</p> <p>Plus</p> <p>1.35% of average final earnings times years of credited service through January 1, 2005 (maximum of 40 years);</p> <p>Plus</p> <p>0.55% of average final earnings in excess of covered compensation times years of credited service through January 1, 2005 (maximum of 35 years)</p> <p>There is a minimum pension amount equal to the participant's accrued pension as of December 31, 1988.</p> <p>Several participants have grandfathered benefits from plans that were merged into the FirstMerit plan.</p> <p>Effective January 1, 2007, participants who were not vested as of January 1, 2007 will no longer earn future benefits under the plan.</p>

Early retirement

• Eligibility	Age 55 with 15 years of service
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Schedule SB, Part V — Summary of Plan Provisions

• Benefit	Normal retirement benefit reduced 3.0% annually for each year prior to age 65 for participants with 25 or more years of service; and reduced 3.0% annually for each year prior to age 65 but after age 62, 5.0% annually prior to age 62 for participants with less than 25 years of service.
Late retirement	
• Eligibility	A participant working beyond his normal retirement date is entitled to a late retirement benefit.
• Benefit	The benefit beginning at his actual retirement date computed as if his normal retirement date were his actual retirement date.
Deferred vested	
• Eligibility	Five years of service
• Benefit	Accrued benefit payable as of the date of termination payable at the participant's normal retirement age or a reduced benefit commencing on or after attaining age 55 if the participant completed 15 years of service.
Disability	
• Eligibility	A participant becomes totally and permanently disabled and has completed five years of service.
• Benefit	Accrued benefit based on service to normal retirement age commencing at participant's normal retirement age. Note: Effective July 1, 1993, the disability benefit has been removed from the plan.
Pre-retirement death	
• Eligibility	Five years of service
• Benefit	Accrued benefit reduced for joint and 50% survivor form and early retirement payment
Form of benefits	
• Automatic form for unmarried participants	Life annuity
• Automatic form for married participants	50% joint and survivor annuity
• Optional forms	Unmarried: Lump sum; 5-, 10-, and 15-year certain and life annuity Married: Same optional forms as an unmarried employee, plus life annuity; 66-2/3%, 75%, and 100% joint and survivor annuity Benefit accruals after June 30, 2004, are not eligible to be taken as a lump sum.
• Optional form conversion factors	IRC Section 417(e) mortality and interest rates for the month of August immediately preceding the first day of the plan year for all payment forms.
Miscellaneous	
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2006, the limit is \$220,000.

Schedule SB, Part V — Summary of Plan Provisions

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- | | |
|---|---|
| <ul style="list-style-type: none">• Maximum benefits | Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2023, the limit is \$265,000. |
|---|---|
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Benefits included or excluded

Unless noted below, all benefits provided by the plan, as restated and amended through January 1, 2022, are included in this valuation:

- **Most recent plan amendments included:** Amendments adopted after the valuation date or effective after the current plan year are excluded from the valuation.
- **Plan amendments excluded:** None
- **Late retirement increases:**
 - *Active participants:* The plan provides benefit suspension notices to participants who work beyond normal retirement; therefore, late retirement actuarial increases only apply to participants who defer retirement beyond age 70½. This valuation does not include increases for current participants over age 70½. There is only a small portion of the population for which this applies.
 - *Deferred vested participants:* Current deferred vested participants over normal retirement age are valued including the late retirement actuarial increase.
- **Internal Revenue Code limitations:** The limitations of Internal Revenue Code Sections 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans:** We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60 percent of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.

Plan provisions specific to funding**Additional benefits included or excluded**

- **IRC Section 436 benefit restrictions:**
 - *Unpredictable contingent event benefits:* This valuation excludes restricted contingent event benefits that occurred before the valuation date but includes contingent event benefits which are expected to occur on or after the valuation date regardless of anticipated funding-based limitations.
 - *Plan amendments:* See above.
 - *Prohibited payments:* Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.
 - *Benefit accruals:* The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.

Schedule SB, Part V — Summary of Plan Provisions

- **Unpredictable contingent event benefits:** The plan does not have any unpredictable contingent event benefits.

Plan provision changes since prior valuation

- Maximum benefit amounts under IRS rules were updated from 2022 to 2023.

Schedule SB, line 24 — Change in Actuarial Assumptions**Actuarial assumption changes since prior valuation****Funding**

- Interest rates and mortality rates (including lump sum mortality) were updated from 2022 to 2023 in accordance with PPA.
- The expense component of normal cost decreased from \$3,000,000 to \$2,800,000 to reflect our expectations for the current plan year.
- The expected investment return increased from 3.70% to 5.40%.
- The IRC 417(e)(3) mortality and interest rates used for optional form conversion factors and late retirement actuarial equivalence were updated from 2022 to 2023, in accordance with IRS updates and plan document provisions.
- The percent married assumption for FirstMerit participants has been updated to 100% per the plan restatement effective January 1, 2022 that allows death benefits for all active deaths regardless of marital status.
- The cash balance interest crediting rate assumption for the Citizens cash balance portion of the plan has been updated to 3.25% for 2023 and beyond.

Schedule SB, line 26a — Schedule of Active Participant Data

Attained age	Years of credited service (at plan freeze on or before December 31, 2013)										
	Under 1	1–4	5–9	10–14	15–19	20–24	25–29	30–34	35–39	40 & up	Total
Under 25											
25–29											
30–34		5	6								11
35–39		35	122	13							170
		116	190								
		2,038									
40–44	1	62	235	130	18						446
		124	255	428							
		3,293	14,945	13,880							
45–49	1	51	194	111	80	3					440
		223	296	483	682						
		7,213	14,215	12,902							
50–54		53	212	132	133	66	7				603
		328	343	618	946	1,278					
		10,343	28,549	19,006	24,009	38,025					
55–59	1	42	231	96	130	81	46	4			631
		287	349	679	902	1,409	1,949				
		11,545	16,866	15,855	44,763	50,904					
60–64	2	39	189	100	80	42	41	37	7		537
		291	375	690	973	1,332	1,951	1,819			
		1,979	37,615	37,160	37,339		40,834				
65–69		9	62	23	26	18	7	9	3		157
			373	779	828						
			46,515								
70 & up			13	3	8	4		1	1	1	31
Total	5	296	1,264	608	475	214	101	51	11	1	3,026
											596
											24,586

In each cell, the top number is the count of active participants for each age/service combination, the middle number is average frozen monthly accrued benefit, and the bottom number is average cash balance amount (for select FirstMerit plan participants). Average frozen monthly accrued benefit and cash balance amount are not shown for cells with fewer than 20 participants.

Schedule SB, line 26b – Schedule of Projection of Expected Benefit Payments

Plan Year	Active Participants	Terminated Vested Participants	Anticipated Beneficiaries Receivable	Total
2023	1,922,192	2,090,597	27,960,360	31,973,149
2024	3,541,042	3,211,133	27,529,538	34,281,713
2025	4,984,575	4,330,553	27,061,453	36,376,581
2026	6,374,608	5,537,515	26,587,186	38,499,309
2027	7,633,353	6,555,738	26,069,690	40,258,781
2028	8,753,569	7,840,413	25,510,090	42,104,072
2029	9,734,689	9,003,458	24,892,702	43,630,849
2030	10,560,283	10,003,870	24,222,872	44,787,025
2031	11,259,358	10,974,142	23,520,513	45,754,013
2032	11,827,559	11,896,074	22,781,795	46,505,428
2033	12,327,053	12,838,192	22,003,589	47,168,834
2034	12,768,949	13,588,781	21,182,099	47,539,829
2035	13,195,351	14,324,947	20,318,257	47,838,555
2036	13,541,753	14,993,703	19,409,438	47,944,894
2037	13,798,368	15,387,098	18,452,779	47,638,245
2038	13,951,061	15,840,556	17,457,107	47,248,724
2039	14,037,227	16,057,865	16,425,888	46,520,980
2040	14,087,532	16,251,585	15,363,876	45,702,993
2041	14,066,380	16,385,077	14,278,390	44,729,847
2042	14,017,219	16,435,739	13,178,022	43,630,980
2043	13,923,706	16,380,852	12,072,443	42,377,001
2044	13,764,288	16,244,262	10,972,091	40,980,641
2045	13,503,267	16,078,077	9,887,947	39,469,291
2046	13,198,174	15,812,713	8,831,144	37,842,031
2047	12,836,300	15,434,977	7,812,556	36,083,833
2048	12,391,722	15,006,047	6,842,570	34,240,339
2049	11,894,966	14,494,201	5,930,635	32,319,802
2050	11,347,793	13,934,640	5,084,787	30,367,220
2051	10,747,147	13,310,170	4,311,229	28,368,546
2052	10,115,289	12,633,025	3,613,926	26,362,240
2053	9,462,176	11,910,633	2,994,454	24,367,263
2054	8,800,728	11,160,914	2,452,160	22,413,802
2055	8,139,195	10,397,184	1,984,449	20,520,828
2056	7,486,002	9,628,521	1,587,078	18,701,601
2057	6,847,357	8,862,346	1,254,503	16,964,206
2058	6,229,528	8,107,399	980,283	15,317,210
2059	5,637,179	7,371,081	757,516	13,765,776
2060	5,074,146	6,660,020	579,195	12,313,361
2061	4,543,210	5,979,894	438,505	10,961,609
2062	4,046,303	5,335,383	329,076	9,710,762
2063	3,584,563	4,730,116	245,142	8,559,821
2064	3,158,362	4,166,648	181,637	7,506,647
2065	2,767,411	3,646,509	134,230	6,548,150
2066	2,410,881	3,170,292	99,298	5,680,471
2067	2,087,514	2,737,761	73,874	4,899,149
2068	1,795,789	2,347,974	55,580	4,199,343
2069	1,534,030	1,999,422	42,548	3,576,000
2070	1,300,517	1,690,166	33,335	3,024,018
2071	1,093,532	1,417,938	26,850	2,538,320
2072	911,348	1,180,232	22,285	2,113,865

Schedule SB, line 26b – Schedule of Projection of Expected Benefit Payments

Plan Year	Active Participants	Terminated Vested Participants	Participants and Beneficiaries Receivable	Total
2023	1,922,192	2,090,597	27,960,360	31,973,149
2024	3,541,042	3,211,133	27,529,538	34,281,713
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2032	11,827,559	11,896,074	22,781,795	46,505,428
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2045	13,503,267	16,078,077	9,887,947	39,469,291
2046	13,198,174	15,812,713	8,831,144	37,842,031
2047	12,836,300	15,434,977	7,812,556	36,083,833
2048	12,391,722	15,006,047	6,842,570	34,240,339
2049	11,894,966	14,494,201	5,930,635	32,319,802
2050	11,347,793	13,934,640	5,084,787	30,367,220
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2055	8,139,195	10,397,184	1,984,449	20,520,828
2056	7,486,002	9,628,521	1,587,078	18,701,601
2057	6,847,357	8,862,346	1,254,503	16,964,206
2058	6,229,528	8,107,399	980,283	15,317,210
2059	5,637,179	7,371,081	757,516	13,765,776
2060	5,074,146	6,660,020	579,195	12,313,361
2061	4,543,210	5,979,894	438,505	10,961,609
2062	4,046,303	5,335,383	329,076	9,710,762
2063	3,584,563	4,730,116	245,142	8,559,821
2064	3,158,362	4,166,648	181,637	7,506,647
2065	2,767,411	3,646,509	134,230	6,548,150
2066	2,410,881	3,170,292	99,298	5,680,471
2067	2,087,514	2,737,761	73,874	4,899,149
2068	1,795,789	2,347,974	55,580	4,199,343
2069	1,534,030	1,999,422	42,548	3,576,000
2070	1,300,517	1,690,166	33,335	3,024,018
2071	1,093,532	1,417,938	26,850	2,538,320
2072	911,348	1,180,232	22,285	2,113,865

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 61.

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	9%	100,000	9,000	495,000
56	9%	91,000	8,190	458,640
57	9%	82,810	7,453	424,815
58	9%	75,357	6,782	393,364
59	9%	68,575	6,172	364,133
60	9%	62,403	5,616	336,977
61	12%	56,787	6,814	415,680
62	16%	49,972	7,996	495,727
63	16%	41,977	6,716	423,127
64	22%	35,261	7,757	496,469
65	35%	27,503	9,626	625,699
66	30%	17,877	5,363	353,967
67	30%	12,514	3,754	251,531
68	30%	8,760	2,628	178,700
69	30%	6,132	1,840	126,929
70	30%	4,292	1,288	90,138
71	100%	3,005	3,005	213,327
Total			100,000	6,144,225
Average				61.44

Schedule SB, Part V — Summary of Plan Provisions**Summary of major plan provisions****Huntington Bancshares**

Effective date and plan year	<p>Effective January 1, 1954. Restated January 1, 1986. Board resolution effective January 1, 1993, brings Huntington Federal Savings Bank employees into the plan. Board resolution effective January 1, 1994, brings employees of Railroadmen's Federal Savings and Loan Association, CB&T Financial Corporation, First National Bank of Morgantown, First Bank of Lafayette, and Charter Oak Financial Corporation into the plan. Board resolution effective January 1, 1995, brings employees of First Federal Bank for Savings of Northern Kentucky into the plan. Board resolution effective May 16, 1995, brings the Reliance Bank of Florida employees into the plan. Board resolution effective May 1, 1995, brings the Security National Bank employees into the plan. Board resolution effective April 1, 1996, brings the Peoples Bank of Lakeland employees into the plan. Board resolution effective June 30, 1996, brings the Seminole Bank of Florida employees into the plan. Board resolution effective May 1, 1997, brings the Citizens National Bank of Leesburg into the plan. Board resolution effective December 31, 1997, brings First Michigan Bank into the plan. Board resolution effective May 31, 1998, brings Barnett Bank into the plan. Board resolution effective December 31, 2000, brings Empire National Bank into the plan. Board resolution effective March 1, 2006 brings Unizan Bank into the plan. Board resolution effective July 1, 2007 brings Sky Bank into the plan. Board resolution effective March 31, 2010 brings Perpetual Savings Bank into the plan. Board resolution effective December 31, 2017 brings FirstMerit Corporation into the plan.</p> <p>Plan year: Calendar year</p>
Most recent amendment	Plan amended and restated January 1, 2022
Status of the plan	<p>The plan is frozen so there are no ongoing benefit accruals. Participants hired prior to January 1, 2010 earned accruals through December 31, 2013. New employees hired on or after January 1, 2010 are not eligible to participate in the plan. Rehires on or after January 1, 2010 will continue to earn Service for vesting purposes for the prior benefit earned, but will not earn any additional benefits. Effective December 31, 2013, the plan is frozen and no participants will earn benefits in the plan in future years. Colleagues will continue to earn Service for vesting purposes after December 31, 2013.</p>
Significant events that occurred during the year	Mercer is not aware of any significant events that would impact the results presented in this report.
Definitions	
• Participation	<p>Any Employee shall become a Participant on the January 1 or July 1 following the later of his completion of one (1) year of Continuous Employment and his twenty-first (21st) birthday. Effective December 31, 2009, the plan is frozen to new entrants such that no colleagues hired on or after January 1, 2010 will be permitted to enter the plan. Colleagues rehired on or after January 1, 2010 will continue to earn Service for vesting purposes for the prior benefit earned, but will not earn any additional benefits.</p>

Schedule SB, Part V — Summary of Plan Provisions

• Employee contributions	None
• Service considered	A Participant's Service and Credited Service are his latest period of continuous employment with the employer. Credited Service is frozen effective December 31, 2013.
• Monthly compensation	For pay earned prior to January 1, 2000, Participant's compensation is his salary, excluding bonuses, overtime pay, and other irregular payments. For pay earned after December 31, 1999, a Participant's compensation is his base salary plus 50% of short-term bonuses and overtime pay. Compensation is limited as described in section 401(a)(17) of the Internal Revenue Code.
• Final average compensation	The average monthly compensation during the highest five consecutive Plan years. Final average compensation is frozen effective December 31, 2009 and monthly compensation is not considered beyond the freeze of benefit accruals on December 31, 2013.

Normal retirement

• Eligibility	A Participant may retire upon attainment of the later of age 65 or five (5) years of service.
• Benefit	<p>A monthly benefit payable for life of the Participant equal to (1) + (2) + (3) + (4) + (5) + (6) + (7)</p> <ol style="list-style-type: none"> For service prior to July 1, 1999, 1.25% of Final Average Compensation times years of Credited Service not in excess of 25 years. The 1.25% increases to 1.30% for Participants born in 1938 to 1954 and 1.35% for Participants born after 1954. For service prior to July 1, 1999, 0.75% of Final Average Compensation in excess of Covered Compensation times years of Credited Service not in excess of 25 years. The 0.75% decreases to 0.70% for Participants born in 1938 to 1954 and to 0.65% for Participants born after 1954. For service between June 30, 1999 and December 31, 2009, 1.00% of Final Average Compensation times years of Credited Service not in excess of 25 years (including years in part (1) above). For service between June 30, 1999 and December 31, 2009, 0.65% of Final Average Compensation in excess of Covered Compensation times years of Credited Service not in excess of 25 years (including years in part (2) above). For service prior to January 1, 2010, 1.00% of the Participant's Final Average Compensation multiplied by his Credited Service in excess of 25 years up to 15 additional years. For service between December 31, 2009 and December 31, 2013, 1.00% of the Participant's Monthly Compensation, up to a total of 40 years of service (40-year limitation on years of Credited Service includes years in part (1) through (5) above). The participant's frozen merged plan benefit calculated as the frozen benefit using the terms of the merged plan. Such merged benefit will be added to the benefit determined above which will use credited service after the merger date. <p>No benefits will be earned in the plan after December 31, 2013.</p>

Schedule SB, Part V — Summary of Plan Provisions**Early retirement**

- **Eligibility** A Participant may retire early upon attainment of age 55 and ten (10) years of Service.
- **Benefit** The portion of the Accrued Retirement Pension from (1), (3) and (5) reduced prior to Normal Retirement by the Part A factors in the table below and the portion from (2), (4) and (6) reduced prior to Normal Retirement by the Part B factors in the table below. The factors used for (7) will be based on similar accrual-based concepts.

Early Retirement Reduction table

If payment starts at age:	Part A factors	Part B factors
64	0.97	0.92
63	0.94	0.84
62	0.91	0.76
61	0.88	0.71
60	0.85	0.66
59	0.82	0.63
58	0.79	0.60
57	0.76	0.56
56	0.73	0.52
55	0.70	0.48

Late retirement

- **Eligibility** A Participant working beyond his Normal Retirement Date is entitled to a late retirement benefit.
- **Benefit** The benefit beginning at his actual retirement date computed as if his Normal Retirement Date were his actual retirement date.

Deferred vested

- **Eligibility** After 5 years of Service, the Participant is entitled to 100% of the accrued pension.
- **Benefit** The monthly pension computed according to the formula for normal retirement with compensation and Credited Service for benefit accrual purposes stopping at the termination of employment or December 31, 2013, if earlier. If the benefit commences early (a Participant must attain age 55 and have ten (10) years of service to do so), the same factors shown under the early retirement benefit above are used to determine the benefit.

Schedule SB, Part V — Summary of Plan Provisions**Disability**

- **Eligibility** Determination of total and permanent disability under any long term disability program sponsored by the Bank. The Normal Retirement Benefit as of the date of disability will be payable at age 65. If the participant is eligible to retire at the date of disability, benefits may commence immediately under the provisions for early, normal or late retirement, as applicable. Participants who became disabled prior to January 1, 2010, continue to accrue benefits during the period of disability until age 65 or December 31, 2013, if earlier, according to the benefit formula. At age 65, the Participant will receive a full normal retirement pension determined as of age 65 or December 31, 2013, if earlier.
- **Benefit** Credited Service will continue to be granted during the period of disability, for those Participants who became disabled prior to January 1, 2010, until age 65 or December 31, 2013, if earlier. At age 65, the Participant will receive a full normal retirement pension determined as of age 65 or December 31, 2013, if earlier.

Pre-retirement death

- **Eligibility** On the death of any Participant who has not yet retired and who has a vested benefit under the Plan, a pension will become payable to the Participant's spouse or other elected beneficiary as of the date of the Participant's death.
- **Benefit** The monthly pension payable for the life of the spouse or other elected beneficiary is 50% of the monthly pension the Participant would have received under the qualified joint and survivor pension assuming that benefits commence following the later of the date of the death or the Participant's earliest retirement age. A non-spouse beneficiary must receive the pre-retirement death benefit in the form of a lump sum payment. The spouse may elect a lump sum or a monthly life annuity.

Form of benefits

- **Automatic form for unmarried participants** Single Life Annuity
- **Automatic form for married participants** 50% Joint and Survivor Annuity
- **Optional forms**
 - 50%, 75%, 100% Joint and Survivor Annuity
 - Single Life Annuity
 - 5-year and 10-year Certain and Life Annuity
 - Effective January 1, 2014: Unlimited lump sum for those who retire or terminate from active status; a 60-day window for lump sum payment is offered to participants. After 60 days, the right to the lump sum is forfeited unless the value was less than \$10,000 when originally calculated.
 - Prior to January 1, 2014: Deferred Vested participants were only eligible for a lump sum if the value was less than \$10,000.
- **Optional form conversion factors** IRC Section 417(e) mortality and interest rates for the month of August immediately preceding the first day of the plan year for all payment forms.

Schedule SB, Part V — Summary of Plan Provisions**Miscellaneous**

• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2013, the limit was \$255,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2023, the limit is \$265,000.
• Administration	Plan sponsor
• Funding medium	Trust

Legacy Citizens

Effective date and plan year	Original plan: The CBC plan was originally effective January 1, 1976 and the F&M plan was originally effective January 1, 2000. Effective December 31, 2006, the CBC and F&M plans merged. Effective December 31, 2013, the Cash Balance Plan was merged into the Pension Plan for Employees of FirstMerit Corporation and Affiliates. Effective December 31, 2017, the Pension Plan for Employees of FirstMerit Corporation and Affiliates was merged into the Huntington Bancshares Retirement Plan. Plan year: Calendar year
Status of the plan	Effective January 1, 2007, the plan is frozen, and no participants will earn benefits in future years.

Definitions

• Participation	1,000 hours of service in a 12-month period
• Employee contributions	None
• Vesting service	A plan year during which an employee completes at least 1,000 hours of service
• Covered compensation	The average of the maximum taxable wage bases for the 35 calendar years ending with the year an individual attains (or will attain) Social Security retirement age (SSRA). In determining an individual's covered compensation in any given year, the current year's wage base is assumed to remain level in future years.
• Accrued benefit	Cash Balance Account as of termination, projected to normal retirement age with interest credits, and converted into an actuarially equivalent life annuity. Pay credits are no longer applicable under this plan beginning in 2007.
• Actuarial equivalent	For purposes of converting the account balance into an annuity, the applicable interest rates for the fifth month preceding the beginning of each plan year and mortality pursuant to Code section 417(e).
• Cash balance account	Opening balance plus pay credits (prior to 2007) plus interest credits. The opening balance for CBC participants was determined as of January 1, 2002 equal to 105% of the present value of their grandfathered accrued benefit. The opening balance for former F&M Security and Waushara participants was determined as of January 1, 2000 equal to 100% of the present value of their grandfathered accrued benefit.

Schedule SB, Part V — Summary of Plan Provisions

• Grandfathered accrued benefit	Frozen benefit under legacy final average pay formula (integrated with covered compensation) as of December 31, 1999 for former F&M participants and as of December 31, 2001 for former CBC participants.			
• Early commencement reductions (grandfathered accrued benefit)				
CBC participants	Age	Age 65 SSRA	Age 66 SSRA	Age 67 SSRA
	55	0.500	0.467	0.451
	56	0.533	0.512	0.491
	57	0.567	0.552	0.536
	58	0.600	0.586	0.571
	59	0.633	0.620	0.607
	60	0.667	0.655	0.643
	61	0.733	0.706	0.679
	62	0.800	0.757	0.714
	63	0.867	0.827	0.786
	64	0.933	0.895	0.857
	65	1.000	0.965	0.929
	66	1.000	1.000	0.965
	67	1.000	1.000	1.000
F&M participants	Use "Age 65 SSNRA" factors in the table above.			
• Interest credits	Credited annually based on the average yield on 30-year Treasury rates for the fifth month prior to the plan year.			
Normal retirement				
• Eligibility	Age 65 with five years of participation			
• Benefit	Accrued benefit			
Early retirement				
• Eligibility	Age 55 with three years of vesting service			
• Benefit	Actuarial equivalent of accrued benefit, but not less than the grandfathered accrued benefit reduced for early commencement reductions (if applicable)			
Late retirement				
• Eligibility	A participant working beyond his normal retirement date is entitled to a late retirement benefit.			
• Benefit	The benefit beginning at his actual retirement date computed as if his normal retirement date were his actual retirement date.			
Deferred vested				
• Eligibility	Three years of vesting service			

Schedule SB, Part V — Summary of Plan Provisions

• Benefit	Accrued benefit payable at normal retirement age. Alternatively, if a participant had at least 10 years of vesting service at termination (for terminations after 2001 for former CBC participants and after 2006 for former F&M participants), an actuarially equivalent benefit payable the first of the month following termination of employment.
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Pre-retirement death

• Eligibility	Three years of vesting service
• Benefit	Actuarial equivalent of accrued benefit. For CBC and F&M participants who terminated without a cash balance account, the survivor portion of a 50% joint and survivor annuity payable at the participant's earliest retirement age.

Form of benefits

• Automatic form for unmarried participants	Life annuity
• Automatic form for married participants	50% joint and survivor annuity
• Optional forms	Unmarried: Partial lump sum (two or three installments); Lump sum; 10-year certain and life annuity. Lump sum available if a participant had at least 10 years of service. Married: Same optional forms as an unmarried employee, plus life annuity; 75% and 100% joint and survivor annuity. Former CBC participants who terminated before January 1, 2002 and former F&M Security participants who terminated before January 1, 2000 are not eligible for a full or partial lump sum.
• Optional form conversion factors	IRC Section 417(e) mortality and interest rates for the month of August immediately preceding the first day of the plan year for all payment forms.

Miscellaneous

• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2006, the limit is \$220,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2023, the limit is \$265,000.

Legacy FirstMerit

Effective date and plan year	Original plan: November 1, 1952. Effective December 31, 2017, the Pension Plan for Employees of FirstMerit Corporation and Affiliates was merged into the Huntington Bancshares Retirement Plan. Plan year: Calendar year
Status of the plan	Effective January 1, 2007, the plan is frozen and no participants will earn benefits in future years.

Definitions

• Participation	Any plan year in which an employee completes at least 1,000 hours of service and has attained age 21 or older.
• Employee contributions	None

Schedule SB, Part V — Summary of Plan Provisions

• Vesting service	A plan year during which an employee completes at least 1,000 hours of service.
• Credited service	<p>Prior to January 1, 1989, the total of a participant's continuous years of full-time employment through December 31, 1988.</p> <p>After December 31, 1988, one year of service for each calendar year an employee completes 1,800 hours of service. Fractional service is computed for 1,000-1,799 hours. No service for less than 1,000 hours.</p> <p>Effective January 1, 2007, participants who were not vested as of January 1, 2007 will no longer earn future benefits under the plan.</p>
• Pensionable earnings	Wages paid, excluding overtime, bonuses, and other incentive earnings. If a participant works less than 2,080 hours in a plan year other than the plan year of termination of service, compensation is annualized by increasing actual compensation by the ratio of 2,080 over actual compensated hours.
• Final average earnings	Average compensation of four highest consecutive plan years out of the last 10.
• Covered compensation	The average of the maximum taxable wage bases for the 35 calendar years ending with the year an individual attains (or will attain) Social Security retirement age. In determining an individual's covered compensation in any given year, the current year's wage base is assumed to remain level in future years.
• Accrued benefit	The amount which a participant is entitled to commencing on his normal retirement date in the form of a life annuity based on his average final compensation, Social Security covered compensation, and credited years of service as of the valuation date.

Normal retirement

• Eligibility	Age 65 with five years of service
• Benefit	<p>The sum of:</p> <p>1% of average final earnings times years of credited service after January 1, 2005 (maximum of 40 years total credited service);</p> <p>Plus</p> <p>1.35% of average final earnings times years of credited service through January 1, 2005 (maximum of 40 years);</p> <p>Plus</p> <p>0.55% of average final earnings in excess of covered compensation times years of credited service through January 1, 2005 (maximum of 35 years)</p> <p>There is a minimum pension amount equal to the participant's accrued pension as of December 31, 1988.</p> <p>Several participants have grandfathered benefits from plans that were merged into the FirstMerit plan.</p> <p>Effective January 1, 2007, participants who were not vested as of January 1, 2007 will no longer earn future benefits under the plan.</p>

Early retirement

• Eligibility	Age 55 with 15 years of service
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Schedule SB, Part V — Summary of Plan Provisions

• Benefit	Normal retirement benefit reduced 3.0% annually for each year prior to age 65 for participants with 25 or more years of service; and reduced 3.0% annually for each year prior to age 65 but after age 62, 5.0% annually prior to age 62 for participants with less than 25 years of service.
Late retirement	
• Eligibility	A participant working beyond his normal retirement date is entitled to a late retirement benefit.
• Benefit	The benefit beginning at his actual retirement date computed as if his normal retirement date were his actual retirement date.
Deferred vested	
• Eligibility	Five years of service
• Benefit	Accrued benefit payable as of the date of termination payable at the participant's normal retirement age or a reduced benefit commencing on or after attaining age 55 if the participant completed 15 years of service.
Disability	
• Eligibility	A participant becomes totally and permanently disabled and has completed five years of service.
• Benefit	Accrued benefit based on service to normal retirement age commencing at participant's normal retirement age. Note: Effective July 1, 1993, the disability benefit has been removed from the plan.
Pre-retirement death	
• Eligibility	Five years of service
• Benefit	Accrued benefit reduced for joint and 50% survivor form and early retirement payment
Form of benefits	
• Automatic form for unmarried participants	Life annuity
• Automatic form for married participants	50% joint and survivor annuity
• Optional forms	Unmarried: Lump sum; 5-, 10-, and 15-year certain and life annuity Married: Same optional forms as an unmarried employee, plus life annuity; 66-2/3%, 75%, and 100% joint and survivor annuity Benefit accruals after June 30, 2004, are not eligible to be taken as a lump sum.
• Optional form conversion factors	IRC Section 417(e) mortality and interest rates for the month of August immediately preceding the first day of the plan year for all payment forms.
Miscellaneous	
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2006, the limit is \$220,000.

Schedule SB, Part V — Summary of Plan Provisions

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- **Maximum benefits** Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2023, the limit is \$265,000.
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Benefits included or excluded

Unless noted below, all benefits provided by the plan, as restated and amended through January 1, 2022, are included in this valuation:

- **Most recent plan amendments included:** Amendments adopted after the valuation date or effective after the current plan year are excluded from the valuation.
- **Plan amendments excluded:** None
- **Late retirement increases:**
 - *Active participants:* The plan provides benefit suspension notices to participants who work beyond normal retirement; therefore, late retirement actuarial increases only apply to participants who defer retirement beyond age 70½. This valuation does not include increases for current participants over age 70½. There is only a small portion of the population for which this applies.
 - *Deferred vested participants:* Current deferred vested participants over normal retirement age are valued including the late retirement actuarial increase.
- **Internal Revenue Code limitations:** The limitations of Internal Revenue Code Sections 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans:** We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60 percent of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.

Plan provisions specific to funding**Additional benefits included or excluded**

- **IRC Section 436 benefit restrictions:**
 - *Unpredictable contingent event benefits:* This valuation excludes restricted contingent event benefits that occurred before the valuation date but includes contingent event benefits which are expected to occur on or after the valuation date regardless of anticipated funding-based limitations.
 - *Plan amendments:* See above.
 - *Prohibited payments:* Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.
 - *Benefit accruals:* The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.

Schedule SB, Part V — Summary of Plan Provisions

- **Unpredictable contingent event benefits:** The plan does not have any unpredictable contingent event benefits.

Plan provision changes since prior valuation

- Maximum benefit amounts under IRS rules were updated from 2022 to 2023.

HUNTINGTON BANCSHARES RETIREMENT PLAN
EIN: 31-0724920
Plan Number: 001
SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2023

(a)	(b)	(c)	(d)	(e)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost ^(c)	Current value ^(c)	
Short-term				
Money Market Mutual Fund:				
FEDERATED TREASURY OBLIGATION FUND - INSTITUTIONAL SHARES	FEDERATED TREASURY OBLIGATION FUND - INSTITUTIONAL SHARES	\$ 16,965,484	\$ 16,965,484	
Total		\$ 16,965,484	\$ 16,965,484	
Municipal Obligations:				
OR SCH BRDS ASSN	OR SCH BRDS ASSN TAXABLE-PENSION-SER B 5.55% 6/30/2028	306,885	311,221	
AL ECON SETTLEMENT AUTH BP SETT	AL ECON SETTLEMENT AUTH BP SETT TAXABLE 4.263% 9/15/2032	174,298	182,349	
MUNICIPAL ELEC AUTH	MUNICIPAL ELEC AUTH GA 6.637% 4/1/2057	534,510	484,961	
Total		\$ 1,015,693	\$ 978,531	
Corporate and Foreign Obligations:				
PVTPL ELEMENT FLEET MGMT CORP	PVTPL ELEMENT FLEET MGMT CORP 1.6% DUE 04-06-2024 BEO	326,226	330,729	
UTD CONTL HLDGS	UTD CONTL HLDGS FIXED 4.15% DUE 04-11-2024	83,439	84,174	
NNN REIT INC	NNN REIT INC 3.9% DUE 06-15-2024	310,105	311,785	
DTE ENERGY CO	DTE ENERGY CO STEP 10-01-2024	313,680	317,340	
PVTPL ERAC USA FIN LLC NT	PVTPL ERAC USA FIN LLC NT 144A 3.85% DUE 11-15-2024/08-15-2024 BEO	254,212	256,204	
MACQUARIE GROUP LTD	MACQUARIE GROUP LTD 22/11/2024 6.207% 11-22-2024	220,290	221,275	
ANTHEM INC	ANTHEM INC 2.375% DUE 01-15-2025	191,170	194,260	
PVTPL TTX CO MEDIUM TERM NTS	PVTPL TTX CO MEDIUM TERM NTS BOOK ENTRY 3.6% DUE 01-15-2025 REG	247,636	249,597	
AIR LEASE CORP	AIR LEASE CORP 3.25% DUE 03-01-2025	186,691	189,919	
HYUNDAI CAP AMER	HYUNDAI CAP AMER 5.875% DUE 04-07-2025	184,908	185,898	
VICI PROPERTIES LP	VICI PROPERTIES LP NEW ISSUE 3YR 4.375% 05-15-2025	189,474	191,622	
CDN NAT RES LTD	CDN NAT RES LTD 2.05% DUE 07-15-2025	187,210	190,596	
CHARTER	CHARTER 4.908% DUE 07-23-2025	618,074	624,121	
AMERICAN ELEC PWR	AMERICAN ELEC PWR 5.699% 08-15-2025	160,030	161,085	
PUB SVC ENTERPRISE	PUB SVC ENTERPRISE .8% DUE 08-15-2025	346,978	355,208	
MICROCHIP TECHNOLOGY INC	MICROCHIP TECHNOLOGY INC 4.25% DUE 09-01-2025	150,606	152,692	
PVTPL VOLKSWAGEN GROUP AMER FIN LLC	PVTPL VOLKSWAGEN GROUP AMER FIN LLC 1.25% DUE 11-24-2025/11-24-2020 BEO	223,024	227,513	
VOLKSWAGEN AUTO LEASE TRUST	VOLKSWAGEN AUTO LEASE TRUST SER 23-A CL A2A 5.87% 01-20-2026	334,970	336,455	
SCENTRE MGMT LTD	SCENTRE MGMT LTD 3.625% DUE 01-28-2026	314,259	320,113	
AVIATION CAP GROUP	AVIATION CAP GROUP 1.95% DUE 01-30-2026	252,235	259,601	
BOEING CO	BOEING CO FIXED 2.196% DUE 02-04-2026	188,676	193,767	
LLOYDS BKG GROUP	LLOYDS BKG GROUP 2.438% DUE 02-05-2026	379,212	386,011	
BLACKROCK TCP CAP	BLACKROCK TCP CAP 2.85% DUE 02-09-2026	126,252	130,693	
ENTERPRISE PRODS OPER LLC	ENTERPRISE PRODS OPER LLC 3.7% 02-15-2026	302,737	310,305	
FED RLTY INVT TR	FED RLTY INVT TR 1.25% DUE 02-15-2026	184,270	189,257	

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
PVTPL REGAL REXNORD CORP	PVTPL REGAL REXNORD CORP 6.05% DUE 02-15-2026 BEO	311,781	318,615
MPLX LP	MPLX LP 1.75% DUE 03-01-2026	254,215	262,039
REALTY INCOME CORP	REALTY INCOME CORP .75% DUE 03-15-2026	314,473	324,137
ORACLE CORP	ORACLE CORP 1.65% 03-25-2026	318,066	326,644
PVTPL SILGAN HLDGS INC SR SECD NT	PVTPL SILGAN HLDGS INC SR SECD NT 144A 1.4% DUE 04-01-2026/02-10-2021 BEO	160,196	164,549
GENPACT USA INC / GENPACT GTD SR NT	GENPACT USA INC / GENPACT GTD SR NT 1.75% 04-10-2026	564,319	580,455
TRITON CONTAINER INTL LTD GTD SR SECD NT	TRITON CONTAINER INTL LTD GTD SR SECD NT144A 2.05% 04-15-2026	378,263	388,820
DOMINION ENERGY	DOMINION ENERGY FIXED 1.45% DUE 04-15-2026	306,294	315,150
TOYOTA LEASE OWNER	TOYOTA LEASE OWNER 5.73% DUE 04-20-2026	379,994	381,846
PVTPL GLENCORE FUNDING LLC	PVTPL GLENCORE FUNDING LLC 1.625% DUE 04-27-2026 BEO	321,087	329,172
CMS ENERGY CORP	CMS ENERGY CORP 3% DUE 05-15-2026	243,773	248,479
CANADIAN PACIFIC RAILWAY COMPANY	CANADIAN PACIFIC RAILWAY COMPANY 3.125% 06-01-2026	310,504	316,176
PVTPL LUNDIN ENERGY AB	PVTPL LUNDIN ENERGY AB 2.0% DUE 06-15-2026 BEO	178,902	184,399
HCP INC	HCP INC 3.25% DUE 07-15-2026	315,821	321,664
COOPERATIEVE	COOPERATIEVE 3.75% DUE 07-21-2026	309,078	316,093
SEMPRA	SEMPRA 5.4% 08-01-2026	297,171	304,117
GOLUB CAP BDC INC	GOLUB CAP BDC INC 2.5% DUE 08-24-2026 BEO	127,061	131,467
BANK MONTREAL MEDIUM TERM SR NTS	BANK MONTREAL MEDIUM TERM SR NTS BOOK EN1.25% 09-15-2026	185,504	191,393
HERCULES CAP INC	HERCULES CAP INC 2.625% DUE 09-16-2026 BEO	130,860	135,439
CITIGROUP INC	CITIGROUP INC 5.61% 09-29-2026	223,643	226,693
BSTN PTYS LTD	BSTN PTYS LTD 2.75% DUE 10-01-2026	251,737	259,818
PHILLIPS 66 CO	PHILLIPS 66 CO 3.55% 10-01-2026	372,991	380,993
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 1.093% DUE 12-09-2026 REG	788,594	810,494
PVTPL DAIMLER TRUCKS FIN NORTH AMER	PVTPL DAIMLER TRUCKS FIN NORTH AMER 2.0% 12-14-2026	188,210	193,117
AERCAP IRELAND CAP DESIGNATED ACTIVITY	AERCAP IRELAND CAP DESIGNATED ACTIVITY C6.1% 01-15-2027	308,574	316,767
OAKTREE SPECIALTY LENDING CORP	OAKTREE SPECIALTY LENDING CORP 2.7% DUE 01-15-2027 BEO	69,248	71,553
PVTPL CORESTATES CAP II VAR RT BNK GTD NT	PVTPL CORESTATES CAP II VAR RT BNK GTD NT DUE 02-15-2027/07	90,250	90,274
CHASE CAP II JR SUB DEFERRABLE INT DEB SER B FLTG	CHASE CAP II JR SUB DEFERRABLE INT DEB SER B FLTG DUE 02-01-2027/12-19-2017 REG	176,675	176,600
CARRIER GLOBAL CORP	CARRIER GLOBAL CORP 2.493% 02-15-2027	99,689	103,486
PVTPL CORESTATES CAP III FRN	PVTPL CORESTATES CAP III FRN 02-15-2027	252,081	252,418
CIGNA CORP	CIGNA CORP NEW 3.4% DUE 03-01-2027 BEO	243,108	250,677
EXELON CORP SR NT	EXELON CORP SR NT 2.75% 03-15-2027	311,212	320,414
TRANSURBAN FIN CO	TRANSURBAN FIN CO 3.375% DUE 03-22-2027	250,509	256,133
BMW US CAP LLC GTD NT	BMW US CAP LLC GTD NT 144A 3.45% 04-01-2027	217,159	221,420
COREBRIDGE FINL INC SR NT	COREBRIDGE FINL INC SR NT 3.65% 04-05-2027	252,709	259,820
TAKE-TWO INTERACTIVE SOFTWARE INC	TAKE-TWO INTERACTIVE SOFTWARE INC 3.7% 04-14-2027	188,714	194,008
FERGUSON FIN PLC	FERGUSON FIN PLC 4.25% 04-20-2027	247,879	255,142
NXP B V/NXP FUNDING LLC/ NXP USA INC	NXP B V/NXP FUNDING LLC/NXP USA INC 3.15% 05-01-2027	377,754	389,543
PFS FING CORP	PFS FING CORP 3.89% DUE 05-15-2027	221,522	224,426

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
RYDER SYSTEM INC	RYDER SYSTEM INC NEW ISSUE 5YR 4.3% 06-15-2027	436,759	444,899
CHENIERE CORPUS CHRISTI HLDGS LLC	CHENIERE CORPUS CHRISTI HLDGS LLC 5.125% 06-30-2027	251,660	256,414
PVTPL PENSKE TRUCK LEASING CO L P/PTL FIN CO	PVTPL PENSKE TRUCK LEASING CO L P/PTL FIN CO 4.4% 07-01-2027	377,272	390,290
PVTPL UBS GROUP	PVTPL UBS GROUP AG 1.494% 08-10-2027	442,506	456,488
PARKER-HANNIFIN	PARKER-HANNIFIN FIXED 4.25% DUE 09-15-2027	183,506	188,477
BLUE OWL CR INCOME CORP	BLUE OWL CR INCOME CORP NT 7.75% 09-16-2027	269,290	278,534
MACQUARIE GROUP LTD SR	MACQUARIE GROUP LTD SR NT FIXED/FLTG 144A 1.629% 09-23-2027	258,509	265,521
WEC ENERGY GROUP	WEC ENERGY GROUP 1.375% DUE 10-15-2027	184,307	190,185
HSBC HLDGS PLC FLTG RT	HSBC HLDGS PLC FLTG RT 2.251% DUE 11-22-2027	568,653	587,703
CARLISLE COS INC	CARLISLE COS INC 3.75% 12-01-2027	159,690	162,875
CITIGROUP INC	CITIGROUP INC 3.887% 01-10-2028	1,165,439	1,200,170
CROWN CASTLE INC	CROWN CASTLE INC 5.0% 01-11-2028	190,347	194,436
PVTPL TEXAS EASTN TRANSMISSION LP	PVTPL TEXAS EASTN TRANSMISSION LP 3.5% DUE 01-15-2028 BEO	188,471	193,632
SIMON PROPERTY GROUP LP	SIMON PROPERTY GROUP LP 1.75% DUE 02-01-2028 BEO	431,992	454,338
EVERSOURCE ENERGY	EVERSOURCE ENERGY 5.45% 03-01-2028	344,520	354,907
AMGEN INC FIXED	AMGEN INC FIXED 5.15% 03-02-2028	177,151	184,152
PVTPL HARLEY-DAVIDSON FINL SVCS INC	PVTPL HARLEY-DAVIDSON FINL SVCS INC 6.5%03-10-2028/03-10-2023	359,839	379,189
SPIRIT RLTY L P SR	SPIRIT RLTY L P SR NT 2.1% 03-15-2028	191,228	199,968
ANGLO AMERN CAP PLC	ANGLO AMERN CAP PLC 2.25% 03-17-2028	253,364	263,111
VERIZON	VERIZON FIXED 2.1% DUE 03-22-2028	243,205	253,517
CNH INDL CAP LLC	CNH INDL CAP LLC 4.55% 04-10-2028	250,289	256,718
MORGAN STANLEY	MORGAN STANLEY 4.21% 04-20-2028	730,992	753,096
CAPITAL ONE FINL CORP SR	CAPITAL ONE FINL CORP SR NT FIXED / FLTG4.927% 05-10-2028	306,470	314,683
OVINTIV INC	OVINTIV INC 5.65% 05-15-2028	176,058	183,825
WELLS FARGO & COMPANY	WELLS FARGO & COMPANY 3.584% 05-22-2028	568,549	586,452
DTE ENERGY CO	DTE ENERGY CO 4.875% 06-01-2028	145,074	151,244
L3HARRIS TECHNOLOGIES INC	L3HARRIS TECHNOLOGIES INC 4.4% DUE 06-15-2028	243,591	252,247
PVTPL PENSKE TRUCK LEASING CO	PVTPL PENSKE TRUCK LEASING CO L P/PTL FIN CO 6.05% 08-01-2028	253,949	264,689
BLACKSTONE HLDGS FIN CO	BLACKSTONE HLDGS FIN CO L L C SR NT 144A1.625% 08-05-2028	217,519	226,451
BARCLAYS PLC	BARCLAYS PLC 5.501% DUE 08-09-2028	242,490	251,228
SIXTH STR SPECIALTY LENDING INC	SIXTH STR SPECIALTY LENDING INC 6.95% 08-14-2028	159,168	164,958
VERIZON MASTER TRUST	VERIZON MASTER TRUST SER 23-5 CL A1A 5.97% DUE 09-08-2028	179,997	180,626
LOWES COMPANIES INC	LOWES COMPANIES INC 1.7% 09-15-2028	182,030	190,047
AMERICAN EXPRESS CR ACCOUNT MASTER	AMERICAN EXPRESS CR ACCOUNT MASTER TR SER 23-3 CL A 5.23% 09-15-2028	199,991	203,311
NATWEST GROUP PLC	NATWEST GROUP PLC 5.516% DUE 09-30-2028	249,196	256,587
AUTOZONE INC	AUTOZONE INC 6.25% 11-01-2028	240,771	256,274
ABBVIE INC	ABBVIE INC 4.25% DUE 11-14-2028	504,572	522,760
INVITATION HOMES OPER PARTNERSHIP	INVITATION HOMES OPER PARTNERSHIP 2.3% DUE 11-15-2028 BEO	150,746	159,703
BANK AMER CORP	BANK AMER CORP 3.419% 12-20-2028	914,731	946,256
ANHEUSER-BUSCH INBEV WORLDWIDE INC	ANHEUSER-BUSCH INBEV WORLDWIDE INC 4.75% 01-23-2029	526,494	543,792
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 3.509% 01-23-2029	1,173,517	1,214,090

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
ONCOR ELEC DELIVERY CO LLC	ONCOR ELEC DELIVERY CO LLC 5.75% 03-15-2029	210,117	216,576
T-MOBILE USA INC	T-MOBILE USA INC 2.4% 03-15-2029	316,161	332,373
SEMPRA ENERGY	SEMPRA ENERGY 3.7% DUE 04-01-2029 BEO	181,566	190,734
GEN MOTORS FINL CO	GEN MOTORS FINL CO 4.3% DUE 04-06-2029	503,002	535,153
BROADCOM INC	BROADCOM INC 4.75% 04-15-2029	617,246	647,047
CSL FIN PLC GTD SR	CSL FIN PLC GTD SR NT 144A 4.05% 04-27-2029	183,688	189,732
FORD MTR CR CO LLC	FORD MTR CR CO LLC FIXED 5.113% 05-03-2029	181,674	194,690
PRIN FINL GROUP	PRIN FINL GROUP 3.7% DUE 05-15-2029	245,867	254,723
PVTPL VOLKSWAGEN GROUP AMER FIN LLC	PVTPL VOLKSWAGEN GROUP AMER FIN LLC 4.6% 06-08-2029	187,098	196,339
BANK OF AMERICA CORP	BANK OF AMERICA CORP 4.271% 07-23-2029	916,077	947,309
PVTPL SPRINT SPECTRUM / SPRINT	PVTPL SPRINT SPECTRUM /SPRINT 5.152% 03-20-2028	746,413	715,367
CMO MORGAN STANLEY	CMO MORGAN STANLEY BAM SR 2015-C25 CL A5 3.658% 10-15-2028	260,554	265,499
MORGAN STANLEY	MORGAN STANLEY BK 3.372% DUE 10-15-2048	428,238	435,384
PVTPL PROGRESS RESIDENTIAL	PVTPL PROGRESS RESIDENTIAL TRUST SER 23-SFR2 CL A 4.5% 10-17-2028	184,283	187,948
ORACLE CORP	ORACLE CORP 6.15% DUE 11-09-2029	263,741	274,680
AMPHENOL CORP	AMPHENOL CORP NEW 2.8% DUE 02-15-2030	246,043	259,899
CANADIAN PACIFIC RAILWAY COMPANY	CANADIAN PACIFIC RAILWAY COMPANY 2.05% DUE 03-05-2030	61,696	64,284
PVTPL MACY'S RETAIL HLDGS LLC	PVTPL MACY'S RETAIL HLDGS LLC 5.875% DUE 03-15-2030 BEO	144,383	157,715
TAKEDA PHARMACEUTICAL CO	TAKEDA PHARMACEUTICAL CO LTD 2.05% DUE 03-31-2030 BEO	184,057	193,123
O REILLY	O REILLY FIXED 4.2% DUE 04-01-2030	181,270	188,127
T-MOBILE USA INC	T-MOBILE USA INC 3.875% 04-15-2030	150,776	161,347
SABINE PASS LIQUEFACTION LLC	SABINE PASS LIQUEFACTION LLC 4.5% DUE 05-15-2030 REG	247,258	259,160
RELX CAPITAL INC	RELX CAPITAL INC 3.0% DUE 05-22-2030 BEO	147,778	156,191
AGREE LTD	AGREE LTD 2.9% DUE 10-01-2030	185,144	193,064
UNIVERSAL HEALTH SVCS INC	UNIVERSAL HEALTH SVCS INC SR SECD NT 2.65% 10-15-2030	191,323	203,802
BANK OF AMERICA CORP	BANK OF AMERICA CORP 2.884% 10-22-2030	310,000	275,305
FORD MTR CR CO LLC	FORD MTR CR CO LLC 4.0% DUE 11-13-2030 BEO	225,538	241,825
LINCOLN NATL CORP	LINCOLN NATL CORP 3.4% DUE 01-15-2031	258,593	278,275
BOEING CO	BOEING CO 3.625% DUE 02-01-2031	250,384	265,142
PVTPL BAE SYS PLC	PVTPL BAE SYS PLC 1.9% DUE 02-15-2031/09-15-2020 BEO	196,678	205,818
SBL HLDGS INC	SBL HLDGS INC 5% DUE 02-18-2031	183,042	193,067
BLACKSTONE HLDGS	BLACKSTONE HLDGS 1.6% DUE 03-30-2031	188,180	199,584
BERKSHIRE HATHAWAY	BERKSHIRE HATHAWAY FIXED 1.65% DUE 05-15-2031	179,888	188,752
NORFOLK SOUTHN CORP	NORFOLK SOUTHN CORP 2.3% DUE 05-15-2031 BEO	187,940	198,744
BLUE OWL FIN LLC	BLUE OWL FIN LLC SR NT 144A 3.125% 06-10-2031	149,019	160,996
IDEX CORP	IDEX CORP FIXED 2.625% DUE 06-15-2031	147,055	153,413
PVTPL GLOBAL ATLANTIC FIN CO	PVTPL GLOBAL ATLANTIC FIN CO 3.125% DUE 06-15-2031 BEO	113,542	127,184
VERISIGN INC	VERISIGN INC FIXED 2.7% 06-15-2031	154,098	163,169
PVTPL CAMERON LNG LLC	PVTPL CAMERON LNG LLC 2.902% 07-15-2031	155,417	162,570
DOMINION ENERGY INC	DOMINION ENERGY INC 2.25% DUE 08-15-2031 BEO	79,886	66,346
JEFFERIES GROUP LLC / JEFFERIES	JEFFERIES GROUP LLC / JEFFERIES 2.625% 10-15-2031	189,716	203,299

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
BROOKFIELD FINANCE I (UK) PLC AND BROOKFIELD FINANCE INC	BROOKFIELD FINANCE I (UK) PLC AND BROOKFIELD FINANCE INC 2.34% 01-30-2032	148,943	156,126
GENUINE PARTS CO	GENUINE PARTS CO SR NT 2.75% 02-01-2032	181,008	188,421
APTIV PLC	APTIV PLC 3.25% 03-01-2032	213,550	225,733
ROGERS COMMUNICATIONS INC	ROGERS COMMUNICATIONS INC 3.8% 03-15-2032	253,731	276,382
SPRINT CAP CORP	SPRINT CAP CORP 8.75% DUE 03-15-2032	279,608	295,054
VERIZON COMMUNICATIONS INC	VERIZON COMMUNICATIONS INC NT 2.355% 03-15-2032	312,672	333,248
WARNERMEDIA HLDGS INC	WARNERMEDIA HLDGS INC SR NT 4.279% 03-15-2032	315,966	334,494
WILLIAMS COS INC	WILLIAMS COS INC 8.75% DUE 03-15-2032	432,825	376,223
PRUDENTIAL FDG ASIA PLC	PRUDENTIAL FDG ASIA PLC 3.625% 03-24-2032	213,973	222,281
PVTPL FERGUSON FIN PLC	PVTPL FERGUSON FIN PLC 4.65% DUE 04-20-2032 BEO	249,296	261,289
KKR GROUP FIN CO XII LLC	KKR GROUP FIN CO XII LLC SR NT 144A 4.85% 05-17-2032	300,544	318,397
MORGAN STANLEY	MORGAN STANLEY 2.239% 07-21-2032	415,315	436,812
PVTPL ASHTEAD CAPITAL INC	PVTPL ASHTEAD CAPITAL INC 5.5% DUE 08-11-2032 BEO	188,952	197,924
DUKE ENERGY CORP	DUKE ENERGY CORP 4.5% DUE 08-15-2032	316,513	334,514
BANK AMER CORP	BANK AMER CORP 2.572% DUE 10-20-2032 BEO	779,865	789,153
MORGAN STANLEY	MORGAN STANLEY 2.511% 10-20-2032	555,029	589,273
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 2.65% 10-21-2032	300,918	317,176
NXP B V/NXP FDG LLC/NXP USA INC	NXP B V/NXP FDG LLC/NXP USA INC 5.0% 01-15-2033	154,910	165,607
JPM CHASE	JPM CHASE 2.963% 01-25-2033	1,369,499	1,450,914
ATHENE HLDG LTD	ATHENE HLDG LTD 6.65% 02-01-2033	483,645	510,419
BP CAP MKTS AMER INC	BP CAP MKTS AMER INC 4.812% DUE 02-13-2033	353,768	368,726
ENERGY TRANSFER LP	ENERGY TRANSFER LP 5.75% DUE 02-15-2033 BEO	377,504	397,186
RTX CORPORATION	RTX CORPORATION 5.15% DUE 02-27-2033	207,170	214,331
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP INC 4.5% 04-15-2033	123,668	129,397
BANK OF AMERICA CORP	BANK OF AMERICA CORP 4.571% 04-27-2033	1,987,906	2,078,461
COMCAST CORP	COMCAST CORP 4.8% 05-15-2033	125,317	131,860
FLORIDA POWER & LIGHT COMPANY	FLORIDA POWER & LIGHT COMPANY 4.8% 05-15-2033	556,121	577,493
AMERICAN EXPRESS CO SUB NT FIXED/FLTG	AMERICAN EXPRESS CO SUB NT FIXED/FLTG 4.989% 05-26-2033	710,948	742,611
NATIONAL GRID PLC	NATIONAL GRID PLC 5.809% 06-12-2033	198,220	210,575
COX COMMUNICATIONS INC	COX COMMUNICATIONS INC NEW 5.7% 06-15-2033	278,010	296,943
SOUTHERN CO	SOUTHERN CO 5.2% 06-15-2033	249,766	265,705
PVTPL KINROSS GOLD CORP	PVTPL KINROSS GOLD CORP 6.25% DUE 07-15-2033 BEO	343,000	367,438
T-MOBILE USA INC	T-MOBILE USA INC 5.05% 07-15-2033	190,582	201,933
TIME WARNER ENTMT	TIME WARNER ENTMT 8.375% DUE 07-15-2033	409,466	312,823
MORGAN STANLEY	MORGAN STANLEY 4.889% 07-20-2033	290,160	302,826
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 4.912% DUE 07-25-2033/07-25-2032 BEO	236,863	247,580
HEICO CORP	HEICO CORP NEW 5.35% 08-01-2033	217,471	231,101
PHILIP MORRIS INTL INC	PHILIP MORRIS INTL INC 5.625% 09-07-2033	535,287	570,184
JPMORGAN CHASE & CO.	JPMORGAN CHASE & CO. 5.717% DUE 09-14-2033 BEO	321,243	336,557
CDN IMPERIAL BK COMM TORONTO BRH SR	CDN IMPERIAL BK COMM TORONTO BRH SR NT 6.092% 10-03-2033	619,581	652,264
TRUIST FINANCIAL CORPORATION	TRUIST FINANCIAL CORPORATION 6.123% 10-28-2033	183,912	192,344
UNITED AIRLINES	UNITED AIRLINES 2019-1A 2.7% 11-01-2033	205,669	208,179

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PVTPL COLUMBIA PIPELINES OPER CO LLC	PVTPL COLUMBIA PIPELINES OPER CO LLC 6.036% 11-15-2033	194,565	204,547
PVTPL BAYER US FIN LLC	PVTPL BAYER US FIN LLC 6.5% 11-21-2033	578,486	598,884
AT&T INC	AT&T INC 2.55% DUE 12-01-2033	195,725	212,114
ENERGY TRANSFER L P	ENERGY TRANSFER L P 6.55% 12-01-2033	184,789	200,795
PVTPL CVS HEALTH CORP	PVTPL CVS HEALTH CORP 5.926% DUE 01-10-2034	174,354	176,375
U S BANCORP	U S BANCORP MEDIUM TERM NTS- BOOK ENTRY 4.839% 02-01-2034	210,425	220,702
GOLDMAN SACHS	GOLDMAN SACHS CAP I 6.345 DUE 02-15-2034 BEO	2,614,839	2,642,171
NATWEST GROUP PLC	NATWEST GROUP PLC 6.016% DUE 03-02-2034	435,915	468,464
RTX CORPORATION	RTX CORPORATION 6.1% 03-15-2034	169,680	184,872
MORGAN STANLEY	MORGAN STANLEY 5.25% 04-21-2034	155,000	155,361
WELLS FARGO & COMPANY	WELLS FARGO & COMPANY 5.389% 04-24-2034	187,627	196,192
BANK OF NEW YORK MELLON CORP	BANK OF NEW YORK MELLON CORP 4.967% 04-26-2034	118,703	124,660
AMERN EXPRESS CO	AMERN EXPRESS CO FLTGT RT 5.043% DUE 05-01-2034	208,754	220,072
STATE STR CORP	STATE STR CORP FLTGT RT 5.159% DUE 05-18-2034	219,910	232,154
CHARLES SCHWAB CORP	CHARLES SCHWAB CORP 5.853% 05-19-2034	221,747	232,577
CITIGROUP INC	CITIGROUP INC 6.174% DUE 05-25-2034	221,659	233,241
PNC FINL SVCS GROUP INC	PNC FINL SVCS GROUP INC 6.875% 10-20-2034	104,000	115,671
HSBC HLDGS PLC	HSBC HLDGS PLC 7.399% 11-13-2034	380,000	417,448
SUNCOR ENERGY INC	SUNCOR ENERGY INC 5.95 DUE 12-01-2034 BEO	395,477	346,081
PVTPL COX COMMUNICATIONS INC	PVTPL COX COMMUNICATIONS INC NEW NT 4.8% DUE 02-01-2035 BEO	159,756	153,971
COMCAST CORP	COMCAST CORP NEW 6.5% DUE 11-15-2035	129,125	115,155
DISNEY WALT CO	DISNEY WALT CO SR NT 6.4% 12-15-2035	1,223,379	1,175,953
VIACOM INC	VIACOM INC 6.875% DUE 04-30-2036	633,069	635,786
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 6.45 05 01 6.45 DUE 05-01-2036 BEO	373,993	324,559
CITIGROUP INC	CITIGROUP INC 6.125% DUE 08-25-2036	178,248	160,024
WELLS FARGO	WELLS FARGO BK 5.95% DUE 08-26-2036	1,032,014	842,612
OCCIDENTAL PETE CORP	OCCIDENTAL PETE CORP SR NT 6.45% 09-15-2036	934,012	981,157
BK OF AMER	BK OF AMER NA 6 DUE 10-15-2036	1,098,112	1,038,465
WACHOVIA BK NATL ASSN	WACHOVIA BK NATL ASSN MTN SUB BKTRANCHE # SB 00007 5.85 DUE 02-01-2037 BEO	134,102	131,458
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIONS BNDS 5.25% DUE 03-16-2037 REG	782,523	660,409
WYETH	WYETH NT 5.95 DUE 04-01-2037/03-27-2007 BEO	389,303	330,900
TIME WARNER CABLE	TIME WARNER CABLE 6.55% DUE 05-01-2037	236,809	227,088
PVTPL BROADCOM INC	PVTPL BROADCOM INC NT 4.926% 05-15-2037	375,147	408,442
CENOVUS ENERGY INC	CENOVUS ENERGY INC FIXED 5.25% DUE 06-15-2037	14,950	16,085
B A T CAP CORP	B A T CAP CORP 4.39% 08-15-2037	2,569,670	2,730,754
ASTRAZENECA PLC	ASTRAZENECA PLC 6.45% DUE 09-15-2037	811,960	820,214
ORACLE CORP	ORACLE CORP 3.8% 11-15-2037	375,604	310,975
UNITEDHEALTH GROUP	UNITEDHEALTH GROUP 6.625% DUE 11-15-2037	1,003,861	870,527
AMSR 2020-SFR4 TR	AMSR 2020-SFR4 TR 1.355% 11-17-2037	609,915	623,953
VA ELEC & PWR CO	VA ELEC & PWR CO 6.35% DUE 11-30-2037	423,624	365,364
UTD PARCEL SVC INC	UTD PARCEL SVC INC 6.2% DUE 01-15-2038	598,622	464,483
WACHOVIA BK NATL ASSN	WACHOVIA BK NATL ASSN MEDIUM TERM SUB BKTRANCHE # SB 00009 6.6 DUE 01-15-2038	1,915,642	2,051,783
MORGAN STANLEY	MORGAN STANLEY 5.948% 01-19-2038	1,130,369	1,185,459
SEMPRA ENERGY	SEMPRA ENERGY 3.8% DUE 02-01-2038	635,352	642,538
FIFTH 3RD BANCORP	FIFTH 3RD BANCORP 8.25% DUE 03-01-2038	257,131	219,238
CVS HEALTH CORP	CVS HEALTH CORP 4.78% DUE 03-25-2038	608,698	579,421

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CAROLINA PWR & LT	CAROLINA PWR & LT 6.3% DUE 04-01-2038	3,625,014	2,973,375
ANHEUSER-BUSCH	ANHEUSER-BUSCH 4.375% DUE 04-15-2038	81,824	90,333
MPLX LP	MPLX LP 4.5% 04-15-2038	410,566	421,209
ORACLE CORP	ORACLE CORP 6.5% DUE 04-15-2038	4,267,410	3,319,104
PROGRESS RESIDENTIAL	PROGRESS RESIDENTIAL 2021-SFR2 TR SINGLE-FAMILY RENT PASS 1.546 04-19-2038	533,708	544,628
MERRILL LYNCH & CO	MERRILL LYNCH & CO 7.75% DUE 05-14-2038	791,485	713,164
GLAXOSMITHKLINE	GLAXOSMITHKLINE 6.375% DUE 05-15-2038	953,115	954,737
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO FORMERLY J P MORGAN NT 6.4 DUE 05-15-2038 BEO	2,503,778	2,170,109
SUNCOR ENERGY INC	SUNCOR ENERGY INC 6.5% DUE 06-15-2038	789,412	840,892
PVPTL BAYER US FIN II LLC	PVPTL BAYER US FIN II LLC 4.625% 06-25-2038	57,458	51,936
TIME WARNER CABLE	TIME WARNER CABLE 7.3% DUE 07-01-2038	1,096,791	1,147,234
RTX CORPORATION	RTX CORPORATION 6.125% DUE 07-15-2038	145,421	140,928
TRICON AMERN HOMES	TRICON AMERN HOMES 2020-SFR1 CL A 1.499% 07-17-2038	242,939	250,206
CIGNA CORP	CIGNA CORP NEW CORP 4.8% 08-15-2038	318,727	256,862
HSBC BK USA	HSBC BK USA N A 7 DUE 01-15-2039	2,668,641	2,712,759
ANHEUSER BUSCH INBEV WORLDWIDE INC	ANHEUSER BUSCH INBEV WORLDWIDE INC 5.45% 01-23-2039	2,000,945	2,076,211
CONOCOPHILLIPS GTD	CONOCOPHILLIPS GTD NT 6.5 DUE 02-15-2039REG	2,656,280	2,318,373
PVTPL MARS INC	PVTPL MARS INC DEL 3.875% 04-01-2039	137,888	114,248
PVTPL HOME PARTNERS AMER	PVTPL HOME PARTNERS AMER 2022-I TR SER 22-I CL A 3.93% DUE 04-17-2039 BEO	223,920	231,405
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP INC 4.411% 04-23-2039	758,561	798,768
NOKIA CORP	NOKIA CORP 6.625% DUE 05-15-2039	190,247	152,746
INTERNATIONAL BUSINESS MACHS CORP	INTERNATIONAL BUSINESS MACHS CORP 4.15% DUE 05-15-2039	658,769	701,313
CITIGROUP INC	CITIGROUP INC 8.125% DUE 07-15-2039	2,200,691	2,195,468
PVTPL NATIONWIDE MUT INS CO	PVTPL NATIONWIDE MUT INS CO SURPLUS NT 144A 9.375% DUE 08-15-2039 REG	173,328	145,551
ANHEUSER BUSCH	ANHEUSER BUSCH 8% DUE 11-15-2039	857,203	803,048
CENOVUS ENERGY INC	CENOVUS ENERGY INC 6.75% DUE 11-15-2039	53,640	56,823
HESS CORP	HESS CORP 6% DUE 01-15-2040	928,760	921,468
KRAFT FOODS GROUP	KRAFT FOODS GROUP 6.5% DUE 02-09-2040	259,994	219,227
COMCAST CORP	COMCAST CORP NEW 6.4% DUE 03-01-2040	2,535,720	2,190,193
ORACLE CORP	ORACLE CORP 3.6% DUE 04-01-2040 REG	109,753	76,047
HOME DEPOT INC	HOME DEPOT INC 3.3% DUE 04-15-2040 REG	226,467	256,909
REYNOLDS AMERN INC	REYNOLDS AMERN INC 8.125% DUE 05-01-2040	633,302	511,002
ABBOTT LABS	ABBOTT LABS 5.3 DUE 05-27-2040	304,572	289,941
DISCOVERY	DISCOVERY 6.35% DUE 06-01-2040	423,836	350,768
PAC GAS & ELEC CO	PAC GAS & ELEC CO FIXED 4.5% DUE 07-01-2040	730,320	813,866
TAKEDA PHARMACEUTICAL CO	TAKEDA PHARMACEUTICAL CO LTD SR NT 3.025% 07-09-2040	650,814	701,424
MARS INC	MARS INC DEL 2.375% DUE 07-16-2040	872,765	856,511
JOHNSON & JOHNSON	JOHNSON & JOHNSON 2.1% DUE 09-01-2040 REG	111,122	92,765
EL PASO PIPELN	EL PASO PIPELN 7.5% DUE 11-15-2040	508,907	441,340
VERIZON	VERIZON 2.65% DUE 11-20-2040	71,771	65,063
ENTERPRISE PRODS	ENTERPRISE PRODS 5.95% DUE 02-01-2041	1,467,420	1,472,535
ALTRIA GROUP INC	ALTRIA GROUP INC 3.4% DUE 02-04-2041	1,938,078	2,108,248
PVTPL 7-ELEVEN INC	PVTPL 7-ELEVEN INC 2.5% DUE 02-10-2041 BEO	281,591	263,114
HESS CORP	HESS CORP 5.6% DUE 02-15-2041	2,088,089	2,349,819
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIONS 3.4% DUE 03-22-2041 BEO	1,566,561	1,713,687

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HOME DEPOT INC	HOME DEPOT INC 5.95% DUE 04-01-2041	166,366	145,762
BARRICK N AMER	BARRICK N AMER FIN 5.7% DUE 05-30-2041	206,899	179,710
BURL NORTHN SANTA	BURL NORTHN SANTA 5.4% DUE 06-01-2041	761,581	672,145
ENERGY TRANSFER	ENERGY TRANSFER FIXED 6.05% DUE 06-01-2041	746,480	724,959
PAC GAS & ELEC CO	PAC GAS & ELEC CO 4.2% DUE 06-01-2041	129,620	104,035
BP CAP MKTS AMER INC	BP CAP MKTS AMER INC 3.06% DUE 06-17-2041 BEO	120,000	93,139
KYNDRYL HLDGS INC	KYNDRYL HLDGS INC 4.1% 10-15-2041	129,420	97,997
JPMORGAN CHASE & FLTG RT	JPMORGAN CHASE & FLTG RT 2.525% DUE 11-19-2041	482,115	505,030
ANHEUSER-BUSCH	ANHEUSER-BUSCH 4.95% DUE 01-15-2042	57,202	45,150
WESTAR ENERGY INC	WESTAR ENERGY INC 4.125 DUE 03-01-2042	1,536,365	1,233,575
BRISTOL-MYERS SQUIBB CO	BRISTOL-MYERS SQUIBB CO 3.55% 03-15-2042	115,229	98,488
WARNERMEDIA HOLDINGS INC.	WARNERMEDIA HOLDINGS INC. 5.05% 03-15-2042	989,097	1,083,936
PACIFIC GAS & ELEC CO	PACIFIC GAS & ELEC CO 4.45% DUE 4-15-2042	386,193	294,588
PVTPL CSL FINANCE PLC	PVTPL CSL FINANCE PLC 4.625% DUE 04-27-2042/04-27-2022 BEO	64,992	62,034
ANTHEM INC	ANTHEM INC FIXED 4.625% DUE 05-15-2042	42,825	32,610
BERKSHIRE HATHAWAY	BERKSHIRE HATHAWAY 4.4% DUE 05-15-2042	1,140,085	1,033,772
DEVON ENERGY CORP	DEVON ENERGY CORP 4.75% DUE 05-15-2042	826,257	876,325
RTX CORPORATION	RTX CORPORATION 4.5% 06-01-2042	1,259,618	1,166,096
KRAFT FOODS GROUP	KRAFT FOODS GROUP 5% DUE 06-04-2042	1,226,348	1,277,301
INTERNATIONAL BUSINESS MACHS CORP	INTERNATIONAL BUSINESS MACHS CORP 4 NTS DUE 06-20-2042 USD1000	204,649	165,928
PVTPL BAYER US FIN II LLC	PVTPL BAYER US FIN II LLC 3.6% 07-15-2042	602,395	545,638
KINDER MORGAN ENERGY PARTNERS	KINDER MORGAN ENERGY PARTNERS 5.0% 08-15-2042	69,898	54,166
PACIFIC GAS & ELECTRIC CO	PACIFIC GAS & ELECTRIC CO 3.75% 08-15-2042	14,549	11,039
SHELL INTL	SHELL INTL FIN B V 3.625% DUE 08-21-2042	538,254	453,627
MERCK & CO INC	MERCK & CO INC 3.6 DUE 09-15-2042	1,376,006	1,148,143
UNITEDHEALTH GROUP	UNITEDHEALTH GROUP 3.95 DUE 10-15-2042	1,488,912	1,413,423
ABBVIE INC	ABBVIE INC 4.4% DUE 11-06-2042	277,908	248,480
ANTHEM INC	ANTHEM INC 4.65% DUE 01-15-2043	377,900	342,681
AMGEN INC	AMGEN INC 5.6% DUE 03-01-2043	149,162	155,470
CAROLINA PWR & LT	CAROLINA PWR & LT 4.1% DUE 03-15-2043	250,586	204,996
FREEPORT-MCMORAN	FREEPORT-MCMORAN 5.45% DUE 03-15-2043	181,468	194,539
POTOMAC ELEC PWR	POTOMAC ELEC PWR 4.15% DUE 03-15-2043	1,994,729	1,665,836
PVTPL CARLYLE HLDGS II	PVTPL CARLYLE HLDGS II FIN L L C SR NT 144A 5.625% DUE 03-30-2043 BEO	611,228	605,024
ABBOTT LABS	ABBOTT LABS 4.75% 04-15-2043	1,528,299	1,591,620
BARRICK N AMER	BARRICK N AMER FIN 5.75% DUE 05-01-2043	1,433,597	1,438,301
PHILIP MORRIS INTL INC	PHILIP MORRIS INTL INC 4.875 DUE 11-15-2043	1,246,374	1,216,776
COMMONWEALTH EDISON CO	COMMONWEALTH EDISON CO 4.7 DUE 01-15-2044	506,487	424,387
APPLE INC	APPLE INC 4.45% DUE 05-06-2044	1,108,180	974,154
PVTPL KKR GROUP	PVTPL KKR GROUP FIN CO III LLC SR NT 144A 5.125 DUE 06-01-2044/05-29-2014 BEO	880,757	889,749
PVTPL TEACHERS INS	PVTPL TEACHERS INS & 4.9% DUE 09-15-2044	817,972	875,407
ENERGY TRANSFER	ENERGY TRANSFER 5.15% DUE 03-15-2045	1,608,368	1,734,102
HOME DEPOT INC	HOME DEPOT INC 4.4 DUE 03-15-2045 REG	1,298,836	1,047,485
APPLE INC	APPLE INC 4.375% DUE 05-13-2045	2,072,391	1,399,577
ABBVIE INC	ABBVIE INC FIXED 4.7% DUE 05-14-2045	76,239	69,809
ORACLE CORP	ORACLE CORP 4.125% DUE 05-15-2045	196,602	171,993

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RTX CORPORATION	RTX CORPORATION 4.15% 05-15-2045	89,463	98,599
KINDER MORGAN INC	KINDER MORGAN INC 5.55% DUE 06-01-2045	950,937	1,023,265
DEVON ENERGY CORP	DEVON ENERGY CORP FIXED 5% DUE 06-15-2045	168,693	172,713
KRAFT HEINZ FOODS	KRAFT HEINZ FOODS 5.2% DUE 07-15-2045	90,834	98,201
CHARTER	CHARTER 6.484% DUE 10-23-2045	2,620,150	2,785,353
ANHEUSER-BUSCH COS LLC CORP	ANHEUSER-BUSCH COS LLC CORP 4.9% 02-01-2046	2,267,449	2,358,801
APPLE INC	APPLE INC 4.65% DUE 02-23-2046	602,751	491,792
OCCIDENTAL PETE CORP	OCCIDENTAL PETE CORP SR NT 6.6% 03-15-2046	123,061	129,929
LOWES COS INC	LOWES COS INC 3.7% DUE 04-15-2046	67,077	47,520
MIDAMERICAN ENERGY CO	MIDAMERICAN ENERGY CO 4.25% 05-01-2046	1,032,422	1,055,501
SHELL INTL	SHELL INTL FIN B V 4% DUE 05-10-2046	51,543	43,535
INTEL CORP	INTEL CORP 4.1% DUE 05-19-2046	805,114	672,462
ORACLE CORP	ORACLE CORP 4% DUE 07-15-2046	437,009	374,078
DUKE ENERGY	DUKE ENERGY FLA 3.4% DUE 10-01-2046	780,951	616,174
RTX CORPORATION	RTX CORPORATION 3.75% 11-01-2046	59,272	63,761
MASTERCARD INC	MASTERCARD INC 3.8% DUE 11-21-2046	178,260	148,934
JOHNSON & JOHNSON	JOHNSON & JOHNSON 3.75% DUE 03-03-2047	239,776	185,508
KAISER FNDTN HOSPS	KAISER FNDTN HOSPS 4.15% DUE 05-01-2047	369,875	297,068
SOUTHWESTERN PUBLIC SERVICE	SOUTHWESTERN PUBLIC SERVICE 08-09-2017 3.7% DUE 08-15-2047 BEO	225,757	175,365
CMO MORGAN STANLEY BK OF AMER MERRILL LYNCH	CMO MORGAN STANLEY BK OF AMER MERRILL LYNCH TR 2014-C17 CL A-5 3.741% 08-15-2047	278,494	280,780
APPLE INC	APPLE INC 3.75% DUE 09-12-2047	131,556	128,558
VA ELEC & PWR CO	VA ELEC & PWR CO 3.8% DUE 09-15-2047	2,923,920	2,400,641
COMCAST CORP	COMCAST CORP NEW FIXED 3.969% DUE 11-01-2047	139,984	160,072
ORACLE CORP	ORACLE CORP 4% 11-15-2047	50,669	59,419
CMO WELLS FARGO COML MTG	CMO WELLS FARGO COML MTG TR SER 2015-C26 CL A4 3.166% 02-15-2048	130,667	132,504
BRISTOL MYERS	BRISTOL MYERS FIXED 4.55% DUE 02-20-2048	667,357	445,325
COMMONWEALTH EDISON CO	COMMONWEALTH EDISON CO 4.0% DUE 03-01-2048 REG	157,848	161,461
SOUTHERN CALIF EDISON CO	SOUTHERN CALIF EDISON CO 4.125% 03-01-2048	613,208	623,819
CVS HEALTH CORP	CVS HEALTH CORP 5.05% DUE 03-25-2048	2,788,674	2,428,937
SOUTH CAL GAS CO	SOUTH CAL GAS CO 4.125% DUE 06-01-2048	1,198,669	1,218,101
PUGET SOUND ENERGY	PUGET SOUND ENERGY FIXED 4.223% DUE 06-15-2048	237,778	185,652
UNITEDHEALTH GROUP	UNITEDHEALTH GROUP FIXED 4.25% DUE 06-15-2048	230,780	251,183
WELLS FARGO COML	WELLS FARGO COML 3.637% DUE 06-15-2048	383,392	389,033
GS MTG SECS TR	GS MTG SECS TR 3.764% DUE 07-10-2048	677,939	689,049
ENTERGY LOUISIANA LLC	ENTERGY LOUISIANA LLC 4.2% 09-01-2048	220,017	176,054
BOEING CO	BOEING CO 3.85% DUE 11-01-2048	251,198	277,006
RTX CORPORATION	RTX CORPORATION 4.625% 11-16-2048	661,559	682,160
BERKSHIRE HATHAWAY	BERKSHIRE HATHAWAY FIXED 4.45% DUE 01-15-2049	170,781	140,714
DUKE ENERGY OHIO INC	DUKE ENERGY OHIO INC 4.3% DUE 02-01-2049REG	132,147	136,722
PFIZER INC	PFIZER INC 4% DUE 03-15-2049	2,994,240	2,635,757
AQUA AMER INC	AQUA AMER INC FIXED 4.276% 05-01-2049	409,197	408,013
BOEING CO	BOEING CO 3.9% 05-01-2049	34,545	35,746
MASTERCARD INC	MASTERCARD INC 3.65% DUE 06-01-2049	79,884	67,761
SAN DIEGO GAS & ELECTRIC CO	SAN DIEGO GAS & ELECTRIC CO 4.1% 06-15-2049	744,244	736,365
MORGAN STANLEY	MORGAN STANLEY CAP 2.782% DUE 08-15-2049	604,137	621,210

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
KRAFT HEINZ FOODS CO	KRAFT HEINZ FOODS CO GTD SR NT 4.875% 10-01-2049	64,921	71,229
PVTPL DOMINOS PIZZA MASTER ISSUER LLC	PVTPL DOMINOS PIZZA MASTER ISSUER LLC DOMINOS 2019-1 SR SECD NT CL A-2 144A	503,779	527,212
COMCAST CORP	COMCAST CORP NEW FIXED 3.999% DUE 11-01-2049	1,686,040	1,674,824
TRUIST FINL CORP	TRUIST FINL CORP 4.95% DUE 12-29-2049	65,345	67,020
WELLS FARGO & CO	WELLS FARGO & CO NEW 7.625% 12-31-2049	97,283	99,422
WELLS FARGO CO	WELLS FARGO CO 3.9% 12-31-2049	57,551	60,052
BP CAP MKTS AMER INC	BP CAP MKTS AMER INC 3.0% DUE 02-24-2050	103,065	80,343
AEP TRANSM CO LLC	AEP TRANSM CO LLC FIXED 3.65% DUE 04-01-2050	65,078	59,326
ORACLE CORP	ORACLE CORP 3.6% DUE 04-01-2050 REG	25,258	26,038
WI PWR & LT CO	WI PWR & LT CO FIXED 3.65% 04-01-2050	94,879	73,333
EVERGY KANS CENT	EVERGY KANS CENT 3.45% DUE 04-15-2050	209,141	154,021
PVTPL MASSACHUSETTS MUT LIFE INS CO	PVTPL MASSACHUSETTS MUT LIFE INS CO SURPLUS NT 3.375% 04-15-2050	845,988	907,649
T-MOBILE USA INC	T-MOBILE USA INC 4.5% DUE 04-15-2050	213,006	230,665
PVTPL NATIONWIDE MUT INS CO	PVTPL NATIONWIDE MUT INS CO 4.35% DUE 04-30-2050/04-30-2020 BEO	481,121	458,846
ONCOR ELEC DELIVERY CO LLC	ONCOR ELEC DELIVERY CO LLC 3.7% DUE 05-15-2050 REG	94,720	77,046
TEACHERS INS	TEACHERS INS & 3.3% DUE 05-15-2050	133,016	148,155
CMS ENERGY CORP	CMS ENERGY CORP FIXED 4.75% DUE 06-01-2050	197,487	203,159
HLTH CARE SVC CORP	HLTH CARE SVC CORP 3.2% DUE 06-01-2050	318,658	295,126
KENTUCKY UTILITIES CO	KENTUCKY UTILITIES CO 3.3% DUE 06-01-2050 BEO	116,456	110,256
TAKEDA PHARMACEUTICAL CO	TAKEDA PHARMACEUTICAL CO LTD SR NT 3.175% 07-09-2050	206,342	143,541
OGLETHORPE PWR CORP	OGLETHORPE PWR CORP 3.75% 08-01-2050	653,524	724,187
CHEVRON U S A INC	CHEVRON U S A INC 2.343% DUE 08-12-2050 REG	426,744	407,114
MICROSOFT CORP	MICROSOFT CORP SR NT 144A 2.5% 09-15-2050	682,749	563,087
PVTPL PACIFIC LIFECORP	PVTPL PACIFIC LIFECORP SR NT 3.35% 09-15-2050	154,792	166,033
BP CAP MKTS AMER	BP CAP MKTS AMER 2.772% DUE 11-10-2050	1,424,202	1,448,676
PACIFICORP	PACIFICORP FIXED 3.3% DUE 03-15-2051	94,217	65,928
BANK AMER CORP	BANK AMER CORP 4.083% 03-20-2051	962,470	676,234
CENTERPOINT ENERGY HOUSTON ELEC LLC	CENTERPOINT ENERGY HOUSTON ELEC LLC GENERAL MTG BD SER AF 3.35% 04-01-2051	69,695	68,529
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP INC 3.25% DUE 05-15-2051 BEO	65,172	49,155
BP CAP MKTS AMER	BP CAP MKTS AMER 2.939% DUE 06-04-2051	56,697	43,843
CI FINANCIAL CO	CI FINANCIAL CO 4.1% 06-15-2051	1,133,779	1,022,489
CONSUMERS ENERGY	CONSUMERS ENERGY 3.5% DUE 08-01-2051	51,158	43,305
PVTPL TACO BELL FDG LLC	PVTPL TACO BELL FDG LLC 2021-1 SR SECD NT CL A-2-II 2.294% 08-25-2051	469,681	489,261
ANALOG DEVICES INC	ANALOG DEVICES INC 2.95% 10-01-2051	219,815	212,281
COMCAST CORP	COMCAST CORP NEW 2.887% 11-01-2051 BEO	79,306	86,336
PVTPL DB MASTER FIN LLC	PVTPL DB MASTER FIN LLC 21-1A CL A2II 2.493% DUE 11-20-2051 BEO	428,661	453,465
JACKSON FINL INC	JACKSON FINL INC SR NT 4% 11-23-2051	178,819	167,557
APTIV PLC	APTIV PLC SR NT 3.1% 12-01-2051	387,462	386,085
PVTPL KKR GROUP FIN CO LLC	PVTPL KKR GROUP FIN CO LLC 3.25% 12-15-2051	154,180	173,223
DICKS SPORTING GOODS INC	DICKS SPORTING GOODS INC 4.1% 01-15-2052	309,341	314,979
HCA INC	HCA INC SR SECD NT 4.625% 03-15-2052	273,963	298,799
PVTPL CSL FINANCE PLC	PVTPL CSL FINANCE PLC 4.75% DUE 04-27-2052 BEO	948,366	1,013,167
APTIV PLC/APTIV CORP	APTIV PLC/APTIV CORP 4.15% 05-01-2052	81,994	71,524
ATHENE HLDG LTD	ATHENE HLDG LTD 3.45% 05-15-2052	383,834	356,858

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
PACIFICORP	PACIFICORP 2.9% 06-15-2052 USD	217,993	154,982
META PLATFORMS INC	META PLATFORMS INC FIXED 4.45% DUE 08-15-2052	589,225	645,481
ORACLE CORP	ORACLE CORP FIXED 6.9% DUE 11-09-2052	136,829	152,636
CONSOLIDATED EDISON CO(N.Y)	CONSOLIDATED EDISON CO(N.Y) 6.15% DUE 11-15-2052	699,419	766,946
JBS USA LUX	JBS USA LUX S A 6.5% DUE 12-01-2052	663,639	689,781
PVTPL SOCIETE GENERALE	PVTPL SOCIETE GENERALE 7.367% 01-10-2053	2,315,718	2,542,150
PACIFIC GAS & ELEC CO	PACIFIC GAS & ELEC CO 6.75% 01-15-2053	925,249	1,048,128
INTEL CORP	INTEL CORP 5.82% 02-10-2053	258,287	282,125
RTX CORPORATION	RTX CORPORATION 5.375% 02-27-2053	89,840	91,780
AMGEN INC	AMGEN INC 5.65% 03-02-2053	1,726,405	1,875,813
RIO TINTO FIN USA	RIO TINTO FIN USA 5.125% DUE 03-09-2053	302,436	328,839
DIAMONDBACK ENERGY	DIAMONDBACK ENERGY FIXED 6.25% DUE 03-15-2053	1,046,776	1,129,964
PVTPL AMERICAN TOWER TRUST I	PVTPL AMERICAN TOWER TRUST I 5.49% 03-15-2028	495,859	507,528
UNION ELEC CO	UNION ELEC CO 5.45% 03-15-2053	830,027	881,274
VIRGINIA ELEC & PWR CO	VIRGINIA ELEC & PWR CO 5.45% 04-01-2053	89,394	93,054
BERKSHIRE HATHAWAY ENERGY CO	BERKSHIRE HATHAWAY ENERGY CO SR NT 4.6% 05-01-2053	446,758	424,379
MERCK & CO INC	MERCK & CO INC NEW 5.0% 05-17-2053	84,659	87,749
PFIZER INVESTMENT ENTER	PFIZER INVESTMENT ENTER 5.3% 05-19-2053	432,692	450,966
BALTIMORE GAS & ELECTRIC CO	BALTIMORE GAS & ELECTRIC CO 5.4% DUE 06-01-2053	220,044	233,233
SOUTHERN CALIF GAS CO	SOUTHERN CALIF GAS CO 5.75% 06-01-2053	94,540	100,264
AMGEN INC	AMGEN INC 2.77% 09-01-2053	103,566	75,476
AT&T INC	AT&T INC 3.5% DUE 09-15-2053 REG	4,848,587	3,925,625
INTUIT INC	INTUIT INC 5.5% 09-15-2053	1,309,070	1,443,535
NATIONAL RURAL UTILS COOP FIN CORP	NATIONAL RURAL UTILS COOP FIN CORP 7.125% 09-15-2053	222,757	226,748
FARMERS EXCHANGE	FARMERS EXCHANGE FLTG RT 6.151% DUE 11-01-2053	484,352	433,529
BRISTOL-MYERS SQUIBB CO	BRISTOL-MYERS SQUIBB CO 6.25% DUE 11-15-2053	363,967	419,440
CONSOLIDATED EDISON CO N Y INC	CONSOLIDATED EDISON CO N Y INC 5.9% 11-15-2053	222,941	248,406
PVTPL JBS USA FOOD FINANCE	PVTPL JBS USA FOOD FINANCE 7.25% 11-15-2053	1,940,616	2,091,787
DUKE ENERGY CAROLINAS LLC	DUKE ENERGY CAROLINAS LLC 5.4% DUE 01-15-2054	300,744	320,399
CONOCOPHILLIPS CO	CONOCOPHILLIPS CO 5.55% 03-15-2054	49,873	53,286
RTX CORPORATION	RTX CORPORATION 6.4% 03-15-2054	204,231	238,235
BURLINGTON NORTHN SANTA FE LLC	BURLINGTON NORTHN SANTA FE LLC 5.2% 04-15-2054	199,892	209,023
PACIFICORP	PACIFICORP 5.5% 05-15-2054	134,941	132,854
NORFOLK SOUTHERN CORP	NORFOLK SOUTHERN CORP 5.35% 08-01-2054	270,489	292,666
FARMERS EXCHANGE	FARMERS EXCHANGE FLTG RT 5.454% DUE 10-15-2054	60,155	42,000
ORACLE CORP	ORACLE CORP 4.375% DUE 05-15-2055	134,132	158,561
AT&T INC	AT&T INC 3.55% DUE 09-15-2055	70,226	72,298
CHARTER	CHARTER 6.834% DUE 10-23-2055	304,576	270,491
CMO BANK5	CMO BANK5 SER 23-5YR3 CL A3 FLTG RT 09-15-2056	376,974	390,351
COMCAST CORP	COMCAST CORP NEW FIXED 2.937% DUE 11-01-2056	1,251,334	835,033
PARAMOUNT GLOBAL	PARAMOUNT GLOBAL FIXED 6.25% DUE	371,250	289,020
AT&T INC	AT&T INC 3.65% DUE 09-15-2059	213,773	177,787
ORACLE CORP	ORACLE CORP FIXED 3.85% DUE 04-01-2060	540,840	335,060

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
T-MOBILE USA INC	T-MOBILE USA INC 3.6% 11-15-2060	27,537	25,472
WESTERN & SOUTHN LIFE INS CO	WESTERN & SOUTHN LIFE INS CO SURPLUS NT 144A 3.75% 04-28-2061	303,403	269,759
WARNERMEDIA HLDGS INC	WARNERMEDIA HLDGS INC SR NT 5.391% 03-15-2062	1,348,419	1,430,093
PARAMOUNT GLOBAL	PARAMOUNT GLOBAL 6.375% 03-30-2062	267,121	252,000
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP SR NT 4.3% 06-15-2062	147,978	162,122
META PLATFORMS INC	META PLATFORMS INC 4.65% 08-15-2062	596,781	673,573
AMGEN INC	AMGEN INC 5.75% DUE 03-02-2063	173,376	184,485
META PLATFORMS INC	META PLATFORMS INC 5.75% 05-15-2063	304,091	335,156
MERCK & CO INC	MERCK & CO INC 5.15% 05-17-2063	73,727	78,559
PFIZER INVESTMENT ENTER	PFIZER INVESTMENT ENTER 5.34% 05-19-2063	519,702	537,576
CVS HEALTH CORP	CVS HEALTH CORP SR NT 6% 06-01-2063	74,303	79,857
CONOCOPHILLIPS CO	CONOCOPHILLIPS CO 5.7% 09-15-2063	49,864	54,376
BRISTOL MYERS SQUIBB CO	BRISTOL MYERS SQUIBB CO 6.4% 11-15-2063	444,933	517,783
LOCKHEED MARTIN	LOCKHEED MARTIN 5.9% DUE 11-15-2063	78,389	88,009
COMCAST CORP	COMCAST CORP 5.5% DUE 05-15-2064	194,084	206,112
PVTPL BAYER US FIN II LLC	PVTPL BAYER US FIN II LLC 4.7% 07-15-2064	771,347	837,944
S CAROLINA ELEC	S CAROLINA ELEC & 5.1% DUE 06-01-2065	158,240	127,677
PAC LIFE INS CO	PAC LIFE INS CO 4.3% 10-24-2067	166,869	142,879
PVTPL MASS MUTUAL LIFE INS CO	PVTPL MASS MUTUAL LIFE INS CO SURPLUS NT 4.9% DUE 04-01-2077	304,092	208,934
PVPTL SCENTRE GROUP TRUST	PVPTL SCENTRE GROUP TRUST 2 4.75% 09-24-2080	785,175	813,579
PVTPL RE1 LTD	PVTPL RE1 LTD IN ITS CAPACITY AS RESPONSIBLE E 5.125% 09-24-2080	332,175	298,241
WELLS FARGO & CO	WELLS FARGO & CO NEW 5.95% DUE 12-15-2036 BEO	211,971	169,167
NORFOLK SOUTHN	NORFOLK SOUTHN 5.1% DUE 08-01-2118	119,815	104,367
NORFOLK SOUTHN CORP	NORFOLK SOUTHN CORP SR NT 4.1% 05-15-2121	607,123	666,216
LINCOLN FINANCIAL GROUP OUP	LINCOLN FINANCIAL GROUP OUP	1	1
MASS MUTUAL OUP	MASS MUTUAL OUP	1	1
WILCAC	WILCAC	1	1
Total		\$ 235,494,021	\$ 229,668,338
United States Government Securities:			
U.S. Treasury	U.S. TREASURY NOTES 3.625% 5/15/2026	663,352	674,301
ANTARES HLDGS LP	ANTARES HLDGS LP SR NT 144A 3C7 3.75% 07-15-2027	220,213	229,920
U.S. Treasury	U.S. TREASURY NOTES 3.625% 5/31/2028	273,725	280,247
U.S. Treasury	U.S. TREASURY NOTES 4.625% 9/30/2028	385,338	402,934
U.S. Treasury	U.S. TREASURY NOTES T-NOTE 4.375% 11/30/2028	53,668	54,288
U.S. Treasury	WI TREASURY SEC 3.375% 5/15/2033	452,037	467,395
U.S. Treasury	U.S. TREASURY NOTES 3.875% 8/15/2033	1,117,552	1,158,905
SMALL BUSINESS ADMIN GTD PARTN CTFS	SMALL BUSINESS ADMIN GTD PARTN CTFS SR 23-10B CL 1 5.688% 09-10-2033	330,000	343,532
U.S. Treasury	U.S. TREASURY N/B 4.5% 11/15/2033	2,101,758	2,140,884
U.S. Treasury	U.S. TREASURY BDS DTD 00271 1.125% 8/15/2040	733,758	765,967
U.S. Treasury	U.S. TREASURY BDS 4.5% 8/15/2043	3,329,240	3,536,682
U.S. Treasury	U.S. TREASURY BDS DTD 00300 4.75% 11/15/2043	2,895,883	3,019,320

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
U.S. Treasury	U.S. TREASURY BDS 2.25% 8/15/2046	771,310	807,023
SMALL BUSINESS ADMIN GTD	SMALL BUSINESS ADMIN GTD DEV PARTN CTF 4.71% 2022-25 L 12-01-2047	401,917	419,335
SMALL BUSINESS ADMIN SR	SMALL BUSINESS ADMIN SR 2023-25G 5.18%07-01-2048	426,775	443,405
PETROLEOS MEXICANOS GTD	PETROLEOS MEXICANOS GTD NT 7.69% DUE 01-23-2050 REG	216,161	206,207
U.S. Treasury	U.S. TREASURY N/B 2.0% 8/15/2051	2,653,680	2,829,448
U.S. Treasury	U.S. TREASURY BD STRIPPED PRIN PMT 2/15/2052	3,432,801	3,752,551
U.S. Treasury	U.S. TREASURY BDS 2.0% 2/15/2052	3,414,603	3,633,999
U.S. Treasury	U.S. TREASURY BD STRIPPED PRIN DTD 0% 5/15/2052	3,439,075	3,755,649
U.S. Treasury	U.S. TREASURY N/B 3% 5/15/2052	3,412,154	3,620,187
U.S. Treasury	U.S. TREASURY N/B 2.875% 8/15/2052	3,379,075	3,584,700
U.S. Treasury	U.S. TREASURY N/B 3.5% 2/15/2053	3,413,146	3,614,134
U.S. Treasury	U.S. TREASURY STRIP 0% 2/15/2053	3,439,748	3,764,087
U.S. Treasury	U.S. TREASURY STRIP TBOND 0% 5/15/2053	3,472,519	3,649,716
U.S. Treasury	U.S. TREASURY N/B 3.625% 5/15/2053	4,726,214	5,035,519
U.S. Treasury	U.S. TREASURY N/B 4% 8/15/2053	15,134,123	16,219,529
U.S. Treasury	U.S. TREASURY BDS DTD 00300 4.75% 11/15/2053	2,563,195	2,766,095
U.S. Treasury	PANAMA (REPUBLIC OF) 6.853% 3/28/2054	222,830	224,260
Total		\$ 67,075,850	\$ 71,400,219
Limited liability Companies			
ACADIAN GLOBAL MANAGED VOLATILITY FUND LIMITED PARTNERSHIP	Acadian Global Managed Volatility Fund Limited Partnership	9,966,517	10,461,876
Total		\$ 9,966,517	\$ 10,461,876
Common collective trust funds			
CF SSGA U.S LONG GOVT BOND INDX	CF SSGA U.S LONG GOVT BOND INDX NL SF CL A(CMDF4	88,866,015	85,279,236
CF INTERMEDIATE US GOVT INDX	CF INTERMEDIATE US GOVT INDX SL SF CL I (CMEW2)	39,565,463	40,988,143
CF SSGA GLOBAL ALL CAP EQUITY	CF SSGA GLOBAL ALL CAP EQUITY INDEX SL SF CL I ZVRS1	29,204,085	35,331,310
CF PRUDENTIAL LONG DURATION CREDIT FUND	CF PRUDENTIAL LONG DURATION CREDIT FUND	194,295,478	212,219,549
Total		\$ 351,931,041	\$ 373,818,238
Limited Partnerships:			
DRIVE CAPITAL FUND I, LIMITED PARTNERSHIPS	Drive Capital Fund I, LP	9,995,224	11,964,076
Drive Capital Fund II (TE), LIMITED PARTNERSHIPS	Drive Capital Fund II, LP	9,961,386	10,675,055
Total		\$ 19,956,610	\$ 22,639,131
Futures Contracts Assets			
CBT T-NOTE	MAR 24 10 YR T-NOTE		37,656
CBT T-NOTE	MAR 24 10 YR T-NOTE		65,813
CBT T-NOTE	MAR 24 10 YR T-NOTE		89,063
CBT T-NOTE	MAR 24 10 YR T-NOTE		102,539
CBT T-NOTE	MAR 24 10 YR T-NOTE		84,938
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		127,500
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		464,063
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		614,063
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		689,063
CBT OTR TEN	MAR 24 CBT 10YR OTR TEN		592,212

Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost (*)	Current value (*)
ULTRA T-NOTE	MAR 24 CBT ULTRA 10YR U.S. Treasury Note		98,528
ULTRA T-NOTE	MAR 24 CBT ULTRA 10YR U.S. Treasury Note		24,375
ULTRA T-NOTE	MAR 24 CBT ULTRA 10YR U.S. Treasury Note		27,375
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		18,496
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		16,125
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		16,091
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		13,409
CBT T-NOTE	MAR 24 CBT 5YR TNOTE		16,072
CBT ULTRA T-BOND	MAR 24 CBT Ultra T- BOND		748,812
Total		\$ —	\$ 3,846,193
Total Investments		\$ 702,405,216	\$ 729,778,010

Note: This schedule includes those assets required to be reported under ERISA Section 2520.103-11 and Form 5500 Schedule H, Line 4i.

(*) Information (with the exception of futures contracts) certified as to completeness and accuracy by Northern Trust, as detailed in Note 5 of financial statements.

(**) Indicates a party-in-interest investment.

Schedule SB, line 24 — Change in Actuarial Assumptions**Actuarial assumption changes since prior valuation****Funding**

- Interest rates and mortality rates (including lump sum mortality) were updated from 2022 to 2023 in accordance with PPA.
- The expense component of normal cost decreased from \$3,000,000 to \$2,800,000 to reflect our expectations for the current plan year.
- The expected investment return increased from 3.70% to 5.40%.
- The IRC 417(e)(3) mortality and interest rates used for optional form conversion factors and late retirement actuarial equivalence were updated from 2022 to 2023, in accordance with IRS updates and plan document provisions.
- The percent married assumption for FirstMerit participants has been updated to 100% per the plan restatement effective January 1, 2022 that allows death benefits for all active deaths regardless of marital status.
- The cash balance interest crediting rate assumption for the Citizens cash balance portion of the plan has been updated to 3.25% for 2023 and beyond.