

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2023 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
A	This return/report is for: ☐ a multiemployer plan ☒ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.) ☐ a single-employer plan ☐ a DFE (specify) _____ ☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN
1b	Three-digit plan number (PN) ▶ 005
1c	Effective date of plan 01/01/1974
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) TIMES SHAMROCK MEDIA LP PO BOX 3311 149 PENN AVENUE SCRANTON, PA 18505
2b	Employer Identification Number (EIN) 24-0717470
2c	Plan Sponsor's telephone number 570-348-9191
2d	Business code (see instructions) 511110

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.	10/15/2024	SCOTT BRICKEL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2024	SCOTT BRICKEL
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name THE SCRANTON TIMES LP c Plan Name TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN	4b EIN 24-0717470 4d PN 005
5 Total number of participants at the beginning of the plan year	5 558
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) 274 6a(2) 43 6b 8 6c 375 6d 426 6e 0 6f 426 6g(1) 558 6g(2) 426 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2F 2G 2J 2K 2S 2T 3D 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
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1)** ☒ **R** (Retirement Plan Information)
- (2)** ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3)** ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary
- (4)** ☐ **DCG** (Individual Plan Information) – Number Attached _____
- (5)** ☐ **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☒ **A** (Insurance Information) – Number Attached 1
- (4)** ☒ **C** (Service Provider Information)
- (5)** ☒ **D** (DFE/Participating Plan Information)
- (6)** ☐ **G** (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2023 Form M-1 annual report. If the plan was not required to file the 2023 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 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 TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN	B Three-digit plan number (PN) ▶ 005
C Plan sponsor's name as shown on line 2a of Form 5500 TIMES SHAMROCK MEDIA LP	D Employer Identification Number (EIN) 24-0717470

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

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

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-1050034	93629	040180	426	01/01/2023	12/31/2023

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	65245

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

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
MORGAN STANLEY INSURANCE SERVICES
PLAZA 2, 7TH FLOOR
HARBORSIDE FIN CTR
JERSEY CITY, NJ 07311-0000

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
	65245	SERVICES TO INSURER OR PLAN	4

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end	4	6436446
5 Current value of plan's interest under this contract in separate accounts at year end.....	5	22209981

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year.....	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☒ other ▶ **GUARANTEED GENERAL ACCOUNT CONTRACT**

b Balance at the end of the previous year	7b	7775072
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c Additions: (1) Contributions deposited during the year	7c(1)	249936	
	7c(2)		
	7c(3)	128005	
	7c(4)	529071	
	7c(5)	43536	

▶ **LOAN REPAYMENTS MISCELLANEOUS IN**

(6) Total additions	7c(6)	950548
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d Total of balance and additions (add lines 7b and 7c(6))	7d	8725620
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year (2) Administration charge made by carrier	7e(1)	1981989	
	7e(2)	630	
	7e(3)	260811	
	7e(4)	45744	

▶ **FORFEITURES DEBITS LOAN INITIATIONS MISCELLANEOUS OUT**

(5) Total deductions	7e(5)	2289174
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	6436446
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Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 TIMES SHAMROCK MEDIA LP	D Employer Identification Number (EIN) 24-0717470	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
PRUDENTIAL RETIREMENT INSURANCE AND
06-1050034

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

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

PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

(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?
13 15 37 50 64	NONE	17472	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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23-2385520

(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	11000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PRUDENTIAL RETIREMENT INSURANCE AND	15 64	0
(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.	
PRUDENTIAL RETIREMENT INSURANCE AND 06-1050034	30.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2023 TO 12/31/2023 GUARANTEED INCOME FUND	
(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>TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN</u>	B Three-digit plan number (PN) ▶	<u>005</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>TIMES SHAMROCK MEDIA LP</u>	D Employer Identification Number (EIN) <u>24-0717470</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)	

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>BALANCED I WELLINGTON</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-084</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>41266</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>COLUMBIA DIVIDEND VAL ISP</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-785</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>3940321</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>CORE PLUS BOND PGIM FD</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-299</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>3331099</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>DAY ONE IFX TRGT BAL</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-697</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>451123</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>DRYDEN S&P500 INDEX - ISP</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-123</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>790904</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IFX SEL LT AGG GRO</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-511</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>257519</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>IFX SEL LT BALANCED</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-513</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>175345</u>		

a Name of MTIA, CCT, PSA, or 103-12 IE: IFX SEL LT CONSER GRO		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-514	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 63103
a Name of MTIA, CCT, PSA, or 103-12 IE: IFX SEL LT CONSER GRO		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-514	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 148958
a Name of MTIA, CCT, PSA, or 103-12 IE: IFX SEL LT GROWTH		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-512	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 286006
a Name of MTIA, CCT, PSA, or 103-12 IE: IFX SEL LT INC & EQU		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-515	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: INTL BLD WELLINGTON		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-349	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2566198
a Name of MTIA, CCT, PSA, or 103-12 IE: INVESCO SCG STGY		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-293	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1904522
a Name of MTIA, CCT, PSA, or 103-12 IE: LARGE CAP GROWTH I FUND		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-274	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: LCG JP MORGAN INV MGMT		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-141	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 5240844
a Name of MTIA, CCT, PSA, or 103-12 IE: MCG WESTFIELD CAPITAL		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-560	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 247646
a Name of MTIA, CCT, PSA, or 103-12 IE: MCV INTEGRITY		
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.		
c EIN-PN 06-1050034-441	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 235802

a Name of MTIA, CCT, PSA, or 103-12 IE: PRU ENHANCED TIPS IDX FD

b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.

c EIN-PN 06-1050034-675	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 133306
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a Name of MTIA, CCT, PSA, or 103-12 IE: REAL ESTATE COHEN&STEERS

b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.

c EIN-PN 06-1050034-305	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 41491
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a Name of MTIA, CCT, PSA, or 103-12 IE: SA INVESCO GLOBAL STRAT

b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.

c EIN-PN 06-1050034-308	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 937270
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a Name of MTIA, CCT, PSA, or 103-12 IE: SCV KENNEDY CAPITAL

b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INS.

c EIN-PN 06-1050034-257	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1417258
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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)
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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)
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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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Part II Information on Participating Plans (to be completed by DFEs, other than DCGs)

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**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 TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 TIMES SHAMROCK MEDIA LP		
		D Employer Identification Number (EIN) 24-0717470

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		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	497214	188870
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	23731782	22209981
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	7775072	6436446
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	32004068	28835297
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	32004068	28835297

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)	184676	
(B) Participants	2a(1)(B)	657101	
(C) Others (including rollovers)	2a(1)(C)	8860	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		850637
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	16454	
(F) Other	2b(1)(F)	128004	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		144458
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		3914909
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		11436
d Total income. Add all income amounts in column (b) and enter total	2d		4921440

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	8057534	
(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)		8057534
f Corrective distributions (see instructions)	2f		4118
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)	17472	
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)	11000	
(5) Investment advisory and investment management fees	2i(5)		
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	87	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		28559
j Total expenses. Add all expense amounts in column (b) and enter total	2j		8090211

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-3168771
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: **ROBERT ROSSI & CO**

(2) EIN: **23-2385520**

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.)	☒	☐	9771
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?	☒	☐	2000000
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 _____.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection.
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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 TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 TIMES SHAMROCK MEDIA LP	D Employer Identification Number (EIN) 24-0717470	

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

1	Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	0
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): 22-1211670		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.			
3	Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
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4	Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.				
5	If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6	a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
	b Enter the amount contributed by the employer to the plan for this plan year	6b		
	c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.				
7	Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8	If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9	If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☐ Decrease	☐ Both	☐ No
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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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10	Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11	a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
	b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12	Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for: a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment) 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: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____% High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____% b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets: ☐ 0-5 years ☐ 5-10 years ☐ 10-15 years ☐ 15 years or more	
20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20. a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box: ☐ Yes. ☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date. ☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date. ☐ No. Other. Provide explanation. _____	

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No 21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2). ☐ Design-based safe harbor method ☒ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter <u>09 / 22 / 2022</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q703907A</u> .	

SCHEDULE MEP (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	MULTIPLE-EMPLOYER RETIREMENT PLAN 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
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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 TIMES-SHAMROCK COMMUNICATIONS 401(K) PLAN	B Three-digit Plan number (PN) ▶	005
C Plan administrator's name as shown on line 3a of Form 5500/Form 5500-SF TIMES SHAMROCK MEDIA LP	D Administrator's EIN 24-0717470	

Part I	Type of Multiple-Employer Pension Plan. All multiple-employer pension plans must complete.
---------------	---

1 Check the appropriate box to indicate type of multiple-employer pension plan. (Only defined contribution plans may check lines 1a, 1b, and 1c. Defined benefit plans and defined contribution plans not checking lines 1a, 1b, or 1c should check line 1d. See Instructions).

- a** ☒ association retirement plan (See 29 CFR 2510.3-55) (Complete Part II)
- b** ☐ professional employer organization plan (PEO Plan) (See 29 CFR 29 CFR 2510.3-55) (Complete Part II)
- c** ☐ pooled employer plan (PEP) (See 29 CFR 2510.3-44) (Complete Parts II and III)
- d** ☐ other multiple-employer pension plan (Describe) _____ (Complete Part II)

Part II	Participating Employer Information.
----------------	--

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan. **Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).**

2a Name of Participating Employer SCRANTON TIMES, L.P.	2b EIN 24-0717470	2c Percentage of Total Contributions for the Plan Year 68.47	2d Aggregate Account Balances Attributable to Participating Employer 20341745
2a Name of Participating Employer ABSOLUTE DISTRIBUTION, INC.	2b EIN 23-2971161	2c Percentage of Total Contributions for the Plan Year 2.28	2d Aggregate Account Balances Attributable to Participating Employer 612878

CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

2e Does the plan include any individuals not participating through an employer or who are individual working owners?	2e	☐ Yes ☒ No
2f If you answer "Yes" in line 2e, enter a good faith estimate of the percentage of total contributions made by all such individuals that are not listed on line 2a during the plan year.	2f	
2g If you answer "Yes" in Line 2e, enter the aggregate account balances for all such individuals that are not listed on line 2a.	2g	

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

**Schedule MEP (2023)
v. 230728**

Part II Participating Employer Information (Continued).

Use this page for additional participating employer information.

2 All multiple-employer pension plans that are subject to section 210(a) of ERISA (see instructions for filing the Form 5500) must complete Part II, in addition to Part I, in accordance with the instructions, to report the information for each employer participating in the multiple-employer pension plan.

Defined contribution plans must complete lines 2a-2d. All other multiple-employer pension plans complete lines 2a-2c only. Complete as many entries as needed to list the required information for each participating employer that is not an individual person (see instructions).

2a Name of Participating Employer SHAMROCK COMMUNICATIONS, INC.	2b EIN 23-1727773	2c Percentage of Total Contributions for the Plan Year 6.47	2d Aggregate Account Balances Attributable to Participating Employer 1742049
2a Name of Participating Employer POTTSVILLE REPUBLICAN, INC.	2b EIN 23-1246990	2c Percentage of Total Contributions for the Plan Year 14.37	2d Aggregate Account Balances Attributable to Participating Employer 3870149
2a Name of Participating Employer STANDARD SPEAKER PUBLISHING CO LP	2b EIN 20-8770343	2c Percentage of Total Contributions for the Plan Year 6.46	2d Aggregate Account Balances Attributable to Participating Employer 1739940
2a Name of Participating Employer TS CREATIVE SERVICES	2b EIN 45-4090130	2c Percentage of Total Contributions for the Plan Year 1.96	2d Aggregate Account Balances Attributable to Participating Employer 528536
2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
2a Name of Participating Employer	2b EIN	2c Percentage of Total Contributions for the Plan Year	2d Aggregate Account Balances Attributable to Participating Employer
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CAUTION Do not individually list information for working owners (see instructions and 29 CFR 2510.3-55(d)(2)) or other individuals who are participants or beneficiaries in the plan or arrangement that are no longer associated with a particular participating employer or participating employer plan (see instructions). Providing identifying information for individuals may result in rejection of this filing. If there are any such individuals in the plan, answer "Yes" to line 2e and provide the total information for all such individuals, without providing names or other identifying information.

Part III

Pooled Employer Plan Information

Line 3. All Pooled employer plans must answer all of the questions in Part III, in addition to completing all of Parts I and II.

- 3a

Is the pooled plan provider (identified as the plan sponsor and administrator in Part II of the Form 5500) currently in compliance with the Form PR (Pooled Plan Provider Registration Statement) requirements? (See instructions and 29 CFR 2510.3-44)

☐ Yes ☒ No
- 3b

If line 3a is "Yes", enter the ACK ID for the most recent Form PR that was required to be filed under the Form PR filing requirements. (Failure to enter a valid ACK ID will subject the Form 5500 filing to rejection as incomplete.)

ACK ID

**TIMES-SHAMROCK COMMUNICATIONS
401(k) PLAN
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2023 AND 2022**

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
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INDEPENDENT AUDITORS' REPORT

October 9, 2024

Trustee of the
Times-Shamrock Communications 401(k) Plan

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

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

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Times-Shamrock Communications 401(k) Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 a certification from a qualified insurance carrier as of December 31, 2023 and 2022, and for the years then ended, stating that the certified investment information, as described in Notes 3, 5 and 6 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Times-Shamrock Communications 401(k) Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards 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 generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Times-Shamrock Communications 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Times-Shamrock Communications 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Supplemental Schedules Required by ERISA

The supplemental Schedule of Assets (Held at End of Year) and Schedule of Delinquent Participant Contributions as of and for the year ended December 31 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with generally accepted auditing standards. 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, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion—

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



TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	<u>December 31,</u> <u>2023</u>	<u>2022</u>
ASSETS		
INVESTMENTS:		
Investments at Fair Value	\$ 22,209,981	\$ 23,731,782
Investments at Contract Value	<u>6,436,446</u>	<u>7,775,072</u>
TOTAL INVESTMENTS	<u>\$ 28,646,427</u>	<u>\$ 31,506,854</u>
RECEIVABLES:		
Contribution Receivable from Employers	\$ 137,858	\$ 184,676
Notes Receivable from Participants	<u>188,870</u>	<u>497,214</u>
TOTAL RECEIVABLES	<u>\$ 326,728</u>	<u>\$ 681,890</u>
TOTAL ASSETS	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS	<u><u>\$ 28,973,155</u></u>	<u><u>\$ 32,188,744</u></u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	For The Years Ended December 31,	
	2023	2022
ADDITIONS		
Contributions:		
Employer's Nonelective Contribution	\$ 137,858	\$ 184,676
Participant's Contribution	657,101	946,530
Participant's Rollover Contribution	8,860	24,442
Other	11,436	12,000
Total Contributions	<u>\$ 815,255</u>	<u>\$ 1,167,648</u>
Investment Income:		
Interest Income	\$ 128,004	\$ 115,685
Net (Depreciation)/Appreciation in Fair Value of Investments	3,914,909	(7,450,421)
Total Investment Income	<u>\$ 4,042,913</u>	<u>\$ (7,334,736)</u>
Interest Income-Participant Loans	<u>\$ 16,454</u>	<u>\$ 24,437</u>
TOTAL (SUBTRACTIONS)/ADDITIONS	<u>\$ 4,874,622</u>	<u>\$ (6,142,651)</u>
DEDUCTIONS		
Retirement Benefits	\$ 8,057,533	\$ 2,568,947
Corrective Distributions	4,118	0
Administrative Expense	<u>28,559</u>	<u>25,625</u>
TOTAL DEDUCTIONS	<u>\$ 8,090,210</u>	<u>\$ 2,594,572</u>
NET DECREASE	\$ (3,215,589)	\$ (8,737,223)
Net Assets Available for Plan Benefits, Beginning of Year	<u>32,188,744</u>	<u>40,925,967</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS, END OF YEAR	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan

Effective January 1, 1974, Times Shamrock Media, L.P. (formerly, The Scranton Times, L.P.), ("Sponsor" and "Company") a Pennsylvania Limited Partnership, adopted a retirement plan known as The Scranton Times Flexible Compensation Plan. The plan is a defined contribution plan which covers substantially all employees, and which provides for retirement, disability and death benefits. The Plan is subject to the provisions of ERISA. The Plan Administrator determines the appropriateness of the Plan's investment offerings, monitors investment performance with the Plan's insurance company. Effective November 1, 2007 the Plan was amended and restated and hereby known as the Times-Shamrock Communications 401(k) Plan ("Plan"). The following employers adopted the Plan: Shamrock Communications, Inc., Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly, Standard Speaker Publishing Company, LP), and Times Shamrock Creative Services, LLC.

Effective January 1, 2022, the Plan was amended and restated to incorporate amendments made since the Plan's January 1, 2015 restatement, as well as to comply with other legislative and regulatory changes.

On August 30, 2023, all of the business assets of Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly Standard Speaker Publishing Company, LP), and Times Shamrock Creative Service, LLC were sold to an unrelated third party, with employment and business operations discontinued. The sale of these four participating employers constituted a greater than 20% involuntary reduction in the plan's covered workforce, thereby was deemed a Partial Plan Termination under guidelines established by the Internal Revenue Service in Revenue Ruling 2007-43. All impacted employees were fully vested upon the sale event. These four affiliated companies ceased participation in the Plan effective December 1, 2023.

As a result of the August 30, 2023 sale, the Plan Sponsor changed its name to Times Shamrock Media, L.P.

In December 2022, Securing a Strong Retirement Act (Secure 2.0) was passed into law. For Plan years beginning January 1, 2023, the Act increased the Required Minimum Distributions (RMDs) from age 72 to 73. Accordingly, the Plan is operating in accordance with the provision. Most of the other provisions of the Act become effective in 2024 and forward. Since the provisions include both required and optional elements, the Plan Administrator will determine which optional provisions to elect.

The Plan provides that an eligible participant may elect to defer a specific percentage of their annual compensation not to exceed \$22,500, \$30,000 for participants ages 50 or older. Effective February 1, 2018 the Plan was amended as follows. An eligible participant will automatically be enrolled by the employer to defer an amount equal to 3%, unless such participant affirmatively elects to defer a specific percentage or not to have the automatic deferral made on his behalf. In addition, effective February 1, 2018, an eligible participant who is contributing less than the 3% will be increased to 3% effective that date unless

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan (Continued)

such participant has affirmatively elected to defer a specific percentage or not at all. Each January 1, the percentage of compensation deferred will be increased (automatic escalation) annually by one percentage point provided that such percentage does not exceed 25%. The automatic escalation provisions do not apply to the highly compensated employees and eligible participants who have affirmatively elected to defer a specific percentage or not at all.

The participant's direct the investment of their contributions into various investment options offered by the Plan. Each employer may, in its discretion, make a discretionary Nonelective Contribution to the Plan in an amount determined by the Plan Sponsor.

The abovementioned employer's contribution, along with participant's contributions, plan earnings (losses), and applicable expenses will be credited/debited to each participant's account.

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

Participants who have not terminated employment may borrow from their fund accounts up to a maximum of \$50,000, and not to exceed 50% of the participant's vested interests in their account balance. The loans are secured by the balance in the participant's account and bear a rate of interest as set forth in the Plan document. Principal and interest is paid ratably through payroll deductions. Loans may be prepaid in whole or in part at any time.

Forfeitures were \$1,334 and \$2,509 during the years December 31, 2023 and 2022, respectively. The forfeiture balance at December 2023 and 2022 respectively is \$3,305 and \$2,104 and shall reduce future employer contributions or be applied against Plan expenses. Plan expenses were reduced by \$176 and \$1,701 forfeited non-vested accounts in 2023 and 2022, respectively.

A more detailed explanation of the Plan, including but not limited to affirmative elections, automatic annual increases, allocation requirements, loans, vesting, and benefit provisions, is provided in Times-Shamrock Communications 401(k) Summary Plan Description.

Note 2 Summary of Significant Accounting Policies

Date of Management Review: Pursuant to FASB ASC 855, the Plan Administrator has evaluated subsequent events through October 9, 2024, the date which the financial statements were available to be issued.

Basis of Accounting: The financial statements of the plan are prepared using the accrual method of accounting.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Investment Contract with Insurance Companies: Investment contracts held by a defined contribution plan are required to be reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. See Note 5 for discussion of the Investment Contract.

Employer Contributions: Discretionary Nonelective Contributions by Times Shamrock Media, L.P. and adopting employers are made on a voluntary basis and are accrued based upon amounts actually computed. In addition, the sponsor as well as the adopting employer may elect to pay all administrative expenses associated with the plan but is not required to do so.

Investment Valuation and Income Recognition: The Plan's investments are reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Plan's Management determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and insurance company. The pooled separate accounts are valued at their unit value as determined by Prudential Bank & Trust, FSB Company and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company. See Note 6 for discussion of Fair Value Measurements.

Interest Income: Interest Income is recorded on the guaranteed account and loan amounts on the accrual basis.

Net (Depreciation)/Appreciation in Fair Value of Investments: Dividends, realized and unrealized gains for the underlying funds are factored into the value of the pooled separate accounts reported by Prudential/Empower.

Notes Receivable from Participants: Notes Receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2023, and 2022, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results may differ from those estimates.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Payment of Benefits: Benefits are recorded when paid.

Operating Expenses: The Plan permits the payment of Plan Expenses to be made from the Plan's assets. Although under no obligation to do so, certain expenses to maintain the Plan were paid by the Company. Fees related to the initiation of notes receivable from participants are charged directly to the Participant's account and are included in administrative expense. Investment related expenses are included in net appreciation of fair value of investments.

Note 3 ERISA Section 103(a)(3)(C) - Certifications of Investments

Certain information related to the investments at fair value and at contract value as well as notes receivable from participants disclosed in the accompanying financial statements and supplemental schedule, including investments and notes receivable from participants held at December 31, 2023 and December 31, 2022 and net appreciation/depreciation in fair value of investments and interest and dividends, and interest income – participant loans for the years ended December 31, 2023 and December 31, 2022, was obtained or derived from information supplied to the plan administrator and certified as completed and accurate by Empower Trust Company, LLC, formerly Prudential Bank & Trust, FSB, and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company.

On April 1, 2022, Empower Annuity Insurance Company of America (EAICA), formerly known as Great-West Life & Annuity Insurance Company, the parent company of Empower Retirement, LLC (Empower) acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.; Prudential Retirement Insurance and Annuity Company; Prudential Bank & Trust, FSB; Global Portfolio Strategies, Inc.; TBG Insurance Services Corporation; MC Insurance Agency Services, LLC; and Mullin TBG Insurance Agency Services, LLC. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Note 4 Non-Participant Directed Investments

The following presents the change in net assets for Non-Participant Directed Investments at December 31, 2023:

Participant Loans Advanced	\$ 125,867
Participant Loans Repaid	(137,936)
Participant Loans Offset	
Terminated Participants	(296,275)
Interest Income From Participants Loans	16,454
Transfers to Participant Directed Investments	(16,454)
	<u>\$(308,344)</u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 5 Investment Contract with Insurance Companies

The Plan entered into a benefit-responsive investment contract with Empower, (the Insurance Company), effective November 1, 2007. The Insurance Company maintains the contributions in a general fixed account.

The accounts are credited with actual earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract issuer is contractually obligated to repay the principal and a specific interest that is guaranteed to the Plan.

As described in Note 2, because the investment contract agreement is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the investment contract. Contract value, as reported to the Plan by the Insurance Company, represents deposits made to the contract, plus earnings at guaranteed crediting rates, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer. Such interest rates are reviewed for resetting. The contract value of the investment contract at December 31, 2023 and 2022 was \$6,436,446 and \$7,775,072, respectively.

Generally, there are no events that could limit the ability of the Plan to transact at contract value paid within 90 days. In addition, there are no events and circumstances that would permit the issuer to terminate the contract and settle at amounts that differ from contract value paid either within 90 days or over time.

Note 6 Fair Value Measurements

The Fair Value Measurements Accounting Literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1), Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs are only used when Level 1 or Level 2 inputs are not available. As of December 31, 2023, and 2022, the Plan did not have any Level 1, 2, or 3 inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2023 and 2022.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 6 Fair Value Measurements (Continued)

Pooled Separate Accounts: Are valued based on a "Unit of Account" with a value per unit based on the accumulation values of the underlying investments. Fair value is based on the Net Asset Value (NAV) of the units held in the underlying investments.

The following tables set forth, by level within the Fair Value hierarchy, the Plan's investing at Fair Value as of December 31, 2023 and 2022:

	<u>Fair Value Measurements at:</u>
	<u>Fair Value</u>
<u>December 31, 2023</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 22,209,981
Total	<u>\$ 22,209,981</u>
<u>December 31, 2022</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 23,731,782
Total	<u>\$ 23,731,782</u>

*Certain investments that are measured at fair value using the NAV per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in this footnote are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets Available for Benefits.

Fair Value of Investments in Entities that use NAV:

The following table summarizes investments measured at fair value based on net asset value per share as of December 31, 2023 and 2022, respectively.

<u>2023</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 22,209,981	None	Daily	None
<u>2022</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 23,731,782	None	Daily	None

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 7 Related Party Transactions

The Plan's investments are maintained with Empower as described in Note 5 and Note 6. Empower is considered a party-in-interest, therefore, transactions qualify as party-in-interest transactions.

The Plan has an ERISA expense account. The Plan sponsor has entered into an agreement with Empower in which the Plan is eligible to receive reimbursements from Empower which can be used by the Plan to pay third party expenses. The Plan received \$12,000 per year from Empower for the years ending December 31, 2023 and 2022 and is included in "Other" Contributions. Plan expenses paid were \$11,213 and \$14,149 for years ending December 31, 2023 and 2022, respectively. The balance in the ERISA expense account is \$4,652 and \$3,696 as of December 31, 2023 and 2022, respectively.

These party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

Note 8 Risks and Uncertainties

The Plan invests in various investments through Empower (formerly, Prudential). Investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500

Times-Shamrock Communications 401(k) Plan financial statements are prepared using the accrual basis of accounting, while the tax return is prepared using the cash basis of accounting, therefore timing differences exist. The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Net Assets Available for Plan Benefits per the Financial Statements	\$ 28,973,155	\$ 32,188,744
Employer Contribution Receivable	(137,858)	(184,676)
Schedule H, Part I, Line 11 to the Form 5500	<u>\$ 28,835,297</u>	<u>\$ 32,004,068</u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500 (Continued)

The following is a reconciliation of income per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Total (Subtractions)/Additions to Plan Benefits per the Financial Statements	\$ 4,874,622	\$ (6,142,651)
Employer Contribution Accrued - Prior Year	184,676	147,046
Employer Contribution Accrued - Current Year	(137,858)	(184,676)
Employer Contribution Accrued - Prior Year	0	28,756
Employee Contribution Accrued - Current Year	<u>0</u>	<u>0</u>
Total Income per Schedule H, Part II, Line 2.d. of Form 5500	<u>\$ 4,921,440</u>	<u>\$ (6,151,525)</u>

Note 10 Income Tax Status

The Plan's latest determination letter, in which the Internal Revenue Service stated that the Plan as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Prudential uses a Volume Submitter Plan. Accordingly, the Thompson Hine LLP DBA Plan Document System has received a favorable opinion letter dated September 16, 2022 in which the Internal Revenue Service states that their Volume Submitter plan, as adopted by the plan sponsor, is acceptable under the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2020.

Note 11 Plan Benefits and Termination

The Employers although not under obligation to make contributions to the fund, has not expressed any intent to discontinue contributions thereto or terminate the Plan subject to the provision of ERISA. In the event of termination of the Plan, all amounts credited to employee accounts will be fully vested and paid after expenses of termination have been paid. Depending on the facts and circumstances, a partial termination may occur where a significant number of employees are terminated by the employer or excluded from plan participation. In case of a partial plan termination only those affected employees will become 100% vested.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 12 Delinquent Participant Contributions

The Company made delinquent participant contributions, including delinquent loan repayments, in 2023 as reported on the attached Schedule H Line 4a – Schedule of Delinquent Participation Contributions totaling \$9,770.61. The 2023 delinquency was corrected by the Company in October 2024. During October 2024 \$12.51 of lost earnings on the 2023 delinquency was corrected by the Company. The plan sponsor intends to enter DOL's Voluntary Fiduciary Correction Program (VFCP). The plan administrator as well as the plan tax counsel expect the delinquency be fully corrected under the VFCP and the Prohibited Transaction Exemption (PTE) 2002-51. Accordingly, the delinquency is not treated as a non-exempt party-in-interest.

SUPPLEMENTAL SCHEDULE

TIMES SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H LINE 4a
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
DECEMBER 31, 2023
EMPLOYER IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

ATTACHMENT TO FORM 5500

SCHEDULE H, Line 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

Participant Contributions Transferred Late to Plan Check here if Late Participant Loans Repayments are included: ☒	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
\$ 3,448.49	N/A	N/A	\$ 3,448.49	N/A
781.32	N/A	N/A	781.32	N/A
4,760.20	N/A	N/A	4,760.20	N/A
780.60	N/A	N/A	780.60	N/A
<u>\$ 9,770.61</u>			<u>\$ 9,770.61</u>	

"See accompanying independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)
DECEMBER 31, 2023
EMPLOYEE IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

a) RELATED PARTY IN INTEREST	(b) IDENTITY OF ISSUE, BORROWER LESSOR, OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR, OR MATURITY VALUE	(d) COST	(e) CURRENT VALUE
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	GUARANTEED INCOME FUND	\$ 6,436,446	\$ 6,436,446
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	COLUMBIA DIVIDEND VAL ISP	3,069,460	3,940,321
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INTL BLD/WELLINGTON	2,187,399	2,566,198
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	CORE PLUS BOND / PGIM FD	3,238,753	3,331,099
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SCV/KENNEDY CAPITAL FD	749,638	1,417,258
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCG/WESTFIELD CAPITAL	150,400	247,646
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU DAY ONE IFX TRGT BAL	363,568	451,123
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCV/INTEGRITY	148,552	235,802
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	30,628	63,103
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	79,150	148,958
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT AGG GROWTH FD	109,680	257,519
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT GROWTH FUND	82,591	286,006
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT BALANCED FUND	81,011	175,345
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU ENHANCED TIPS IDX FD	122,436	133,306
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	REAL ESTATE COHEN & STEERS	33,765	41,491
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INVESCO SCG STGY	1,544,947	1,904,522
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SA/INVESCO GLOBAL STRATEGY	361,934	937,270
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	LCG JP MORGAN INV MGMT	4,095,663	5,240,844
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	DRYDEN S&P 500 INDEX FUND	448,717	790,904
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	BALANCED IWELLINGTON MGT	31,775	41,266
	PARTICIPANT LOANS	INTEREST RATE RANGE (4.25% to 9.50%)	0	188,870
	TOTAL INVESTMENT ASSETS			<u>\$ 28,835,297</u>

"See accompanying independent auditors' report."

**TIMES-SHAMROCK COMMUNICATIONS
401(k) PLAN
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2023 AND 2022**

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
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INDEPENDENT AUDITORS' REPORT

October 9, 2024

Trustee of the
Times-Shamrock Communications 401(k) Plan

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

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

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Times-Shamrock Communications 401(k) Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 a certification from a qualified insurance carrier as of December 31, 2023 and 2022, and for the years then ended, stating that the certified investment information, as described in Notes 3, 5 and 6 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Times-Shamrock Communications 401(k) Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards 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 generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Times-Shamrock Communications 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Times-Shamrock Communications 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Supplemental Schedules Required by ERISA

The supplemental Schedule of Assets (Held at End of Year) and Schedule of Delinquent Participant Contributions as of and for the year ended December 31 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with generally accepted auditing standards. 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, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion—

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



TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	December 31,	
	<u>2023</u>	<u>2022</u>
ASSETS		
INVESTMENTS:		
Investments at Fair Value	\$ 22,209,981	\$ 23,731,782
Investments at Contract Value	<u>6,436,446</u>	<u>7,775,072</u>
TOTAL INVESTMENTS	<u>\$ 28,646,427</u>	<u>\$ 31,506,854</u>
RECEIVABLES:		
Contribution Receivable from Employers	\$ 137,858	\$ 184,676
Notes Receivable from Participants	<u>188,870</u>	<u>497,214</u>
TOTAL RECEIVABLES	<u>\$ 326,728</u>	<u>\$ 681,890</u>
TOTAL ASSETS	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS	<u><u>\$ 28,973,155</u></u>	<u><u>\$ 32,188,744</u></u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	For The Years Ended December 31,	
	2023	2022
ADDITIONS		
Contributions:		
Employer's Nonelective Contribution	\$ 137,858	\$ 184,676
Participant's Contribution	657,101	946,530
Participant's Rollover Contribution	8,860	24,442
Other	11,436	12,000
Total Contributions	<u>\$ 815,255</u>	<u>\$ 1,167,648</u>
Investment Income:		
Interest Income	\$ 128,004	\$ 115,685
Net (Depreciation)/Appreciation in Fair Value of Investments	3,914,909	(7,450,421)
Total Investment Income	<u>\$ 4,042,913</u>	<u>\$ (7,334,736)</u>
Interest Income-Participant Loans	<u>\$ 16,454</u>	<u>\$ 24,437</u>
TOTAL (SUBTRACTIONS)/ADDITIONS	<u>\$ 4,874,622</u>	<u>\$ (6,142,651)</u>
DEDUCTIONS		
Retirement Benefits	\$ 8,057,533	\$ 2,568,947
Corrective Distributions	4,118	0
Administrative Expense	<u>28,559</u>	<u>25,625</u>
TOTAL DEDUCTIONS	<u>\$ 8,090,210</u>	<u>\$ 2,594,572</u>
NET DECREASE	\$ (3,215,589)	\$ (8,737,223)
Net Assets Available for Plan Benefits, Beginning of Year	<u>32,188,744</u>	<u>40,925,967</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS, END OF YEAR	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan

Effective January 1, 1974, Times Shamrock Media, L.P. (formerly, The Scranton Times, L.P.), ("Sponsor" and "Company") a Pennsylvania Limited Partnership, adopted a retirement plan known as The Scranton Times Flexible Compensation Plan. The plan is a defined contribution plan which covers substantially all employees, and which provides for retirement, disability and death benefits. The Plan is subject to the provisions of ERISA. The Plan Administrator determines the appropriateness of the Plan's investment offerings, monitors investment performance with the Plan's insurance company. Effective November 1, 2007 the Plan was amended and restated and hereby known as the Times-Shamrock Communications 401(k) Plan ("Plan"). The following employers adopted the Plan: Shamrock Communications, Inc., Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly, Standard Speaker Publishing Company, LP), and Times Shamrock Creative Services, LLC.

Effective January 1, 2022, the Plan was amended and restated to incorporate amendments made since the Plan's January 1, 2015 restatement, as well as to comply with other legislative and regulatory changes.

On August 30, 2023, all of the business assets of Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly Standard Speaker Publishing Company, LP), and Times Shamrock Creative Service, LLC were sold to an unrelated third party, with employment and business operations discontinued. The sale of these four participating employers constituted a greater than 20% involuntary reduction in the plan's covered workforce, thereby was deemed a Partial Plan Termination under guidelines established by the Internal Revenue Service in Revenue Ruling 2007-43. All impacted employees were fully vested upon the sale event. These four affiliated companies ceased participation in the Plan effective December 1, 2023.

As a result of the August 30, 2023 sale, the Plan Sponsor changed its name to Times Shamrock Media, L.P.

In December 2022, Securing a Strong Retirement Act (Secure 2.0) was passed into law. For Plan years beginning January 1, 2023, the Act increased the Required Minimum Distributions (RMDs) from age 72 to 73. Accordingly, the Plan is operating in accordance with the provision. Most of the other provisions of the Act become effective in 2024 and forward. Since the provisions include both required and optional elements, the Plan Administrator will determine which optional provisions to elect.

The Plan provides that an eligible participant may elect to defer a specific percentage of their annual compensation not to exceed \$22,500, \$30,000 for participants ages 50 or older. Effective February 1, 2018 the Plan was amended as follows. An eligible participant will automatically be enrolled by the employer to defer an amount equal to 3%, unless such participant affirmatively elects to defer a specific percentage or not to have the automatic deferral made on his behalf. In addition, effective February 1, 2018, an eligible participant who is contributing less than the 3% will be increased to 3% effective that date unless

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan (Continued)

such participant has affirmatively elected to defer a specific percentage or not at all. Each January 1, the percentage of compensation deferred will be increased (automatic escalation) annually by one percentage point provided that such percentage does not exceed 25%. The automatic escalation provisions do not apply to the highly compensated employees and eligible participants who have affirmatively elected to defer a specific percentage or not at all.

The participant's direct the investment of their contributions into various investment options offered by the Plan. Each employer may, in its discretion, make a discretionary Nonelective Contribution to the Plan in an amount determined by the Plan Sponsor.

The abovementioned employer's contribution, along with participant's contributions, plan earnings (losses), and applicable expenses will be credited/debited to each participant's account.

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

Participants who have not terminated employment may borrow from their fund accounts up to a maximum of \$50,000, and not to exceed 50% of the participant's vested interests in their account balance. The loans are secured by the balance in the participant's account and bear a rate of interest as set forth in the Plan document. Principal and interest is paid ratably through payroll deductions. Loans may be prepaid in whole or in part at any time.

Forfeitures were \$1,334 and \$2,509 during the years December 31, 2023 and 2022, respectively. The forfeiture balance at December 2023 and 2022 respectively is \$3,305 and \$2,104 and shall reduce future employer contributions or be applied against Plan expenses. Plan expenses were reduced by \$176 and \$1,701 forfeited non-vested accounts in 2023 and 2022, respectively.

A more detailed explanation of the Plan, including but not limited to affirmative elections, automatic annual increases, allocation requirements, loans, vesting, and benefit provisions, is provided in Times-Shamrock Communications 401(k) Summary Plan Description.

Note 2 Summary of Significant Accounting Policies

Date of Management Review: Pursuant to FASB ASC 855, the Plan Administrator has evaluated subsequent events through October 9, 2024, the date which the financial statements were available to be issued.

Basis of Accounting: The financial statements of the plan are prepared using the accrual method of accounting.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Investment Contract with Insurance Companies: Investment contracts held by a defined contribution plan are required to be reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. See Note 5 for discussion of the Investment Contract.

Employer Contributions: Discretionary Nonelective Contributions by Times Shamrock Media, L.P. and adopting employers are made on a voluntary basis and are accrued based upon amounts actually computed. In addition, the sponsor as well as the adopting employer may elect to pay all administrative expenses associated with the plan but is not required to do so.

Investment Valuation and Income Recognition: The Plan's investments are reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Plan's Management determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and insurance company. The pooled separate accounts are valued at their unit value as determined by Prudential Bank & Trust, FSB Company and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company. See Note 6 for discussion of Fair Value Measurements.

Interest Income: Interest Income is recorded on the guaranteed account and loan amounts on the accrual basis.

Net (Depreciation)/Appreciation in Fair Value of Investments: Dividends, realized and unrealized gains for the underlying funds are factored into the value of the pooled separate accounts reported by Prudential/Empower.

Notes Receivable from Participants: Notes Receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2023, and 2022, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results may differ from those estimates.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Payment of Benefits: Benefits are recorded when paid.

Operating Expenses: The Plan permits the payment of Plan Expenses to be made from the Plan's assets. Although under no obligation to do so, certain expenses to maintain the Plan were paid by the Company. Fees related to the initiation of notes receivable from participants are charged directly to the Participant's account and are included in administrative expense. Investment related expenses are included in net appreciation of fair value of investments.

Note 3 ERISA Section 103(a)(3)(C) - Certifications of Investments

Certain information related to the investments at fair value and at contract value as well as notes receivable from participants disclosed in the accompanying financial statements and supplemental schedule, including investments and notes receivable from participants held at December 31, 2023 and December 31, 2022 and net appreciation/depreciation in fair value of investments and interest and dividends, and interest income – participant loans for the years ended December 31, 2023 and December 31, 2022, was obtained or derived from information supplied to the plan administrator and certified as completed and accurate by Empower Trust Company, LLC, formerly Prudential Bank & Trust, FSB, and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company.

On April 1, 2022, Empower Annuity Insurance Company of America (EAICA), formerly known as Great-West Life & Annuity Insurance Company, the parent company of Empower Retirement, LLC (Empower) acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.; Prudential Retirement Insurance and Annuity Company; Prudential Bank & Trust, FSB; Global Portfolio Strategies, Inc.; TBG Insurance Services Corporation; MC Insurance Agency Services, LLC; and Mullin TBG Insurance Agency Services, LLC. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Note 4 Non-Participant Directed Investments

The following presents the change in net assets for Non-Participant Directed Investments at December 31, 2023:

Participant Loans Advanced	\$ 125,867
Participant Loans Repaid	(137,936)
Participant Loans Offset	
Terminated Participants	(296,275)
Interest Income From Participants Loans	16,454
Transfers to Participant Directed Investments	(16,454)
	<u>\$(308,344)</u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 5 Investment Contract with Insurance Companies

The Plan entered into a benefit-responsive investment contract with Empower, (the Insurance Company), effective November 1, 2007. The Insurance Company maintains the contributions in a general fixed account.

The accounts are credited with actual earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract issuer is contractually obligated to repay the principal and a specific interest that is guaranteed to the Plan.

As described in Note 2, because the investment contract agreement is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the investment contract. Contract value, as reported to the Plan by the Insurance Company, represents deposits made to the contract, plus earnings at guaranteed crediting rates, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer. Such interest rates are reviewed for resetting. The contract value of the investment contract at December 31, 2023 and 2022 was \$6,436,446 and \$7,775,072, respectively.

Generally, there are no events that could limit the ability of the Plan to transact at contract value paid within 90 days. In addition, there are no events and circumstances that would permit the issuer to terminate the contract and settle at amounts that differ from contract value paid either within 90 days or over time.

Note 6 Fair Value Measurements

The Fair Value Measurements Accounting Literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1), Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs are only used when Level 1 or Level 2 inputs are not available. As of December 31, 2023, and 2022, the Plan did not have any Level 1, 2, or 3 inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2023 and 2022.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 6 Fair Value Measurements (Continued)

Pooled Separate Accounts: Are valued based on a "Unit of Account" with a value per unit based on the accumulation values of the underlying investments. Fair value is based on the Net Asset Value (NAV) of the units held in the underlying investments.

The following tables set forth, by level within the Fair Value hierarchy, the Plan's investing at Fair Value as of December 31, 2023 and 2022:

	<u>Fair Value Measurements at:</u>
	<u>Fair Value</u>
<u>December 31, 2023</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 22,209,981
Total	<u>\$ 22,209,981</u>
<u>December 31, 2022</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 23,731,782
Total	<u>\$ 23,731,782</u>

*Certain investments that are measured at fair value using the NAV per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in this footnote are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets Available for Benefits.

Fair Value of Investments in Entities that use NAV:

The following table summarizes investments measured at fair value based on net asset value per share as of December 31, 2023 and 2022, respectively.

<u>2023</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 22,209,981	None	Daily	None
<u>2022</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 23,731,782	None	Daily	None

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 7 Related Party Transactions

The Plan's investments are maintained with Empower as described in Note 5 and Note 6. Empower is considered a party-in-interest, therefore, transactions qualify as party-in-interest transactions.

The Plan has an ERISA expense account. The Plan sponsor has entered into an agreement with Empower in which the Plan is eligible to receive reimbursements from Empower which can be used by the Plan to pay third party expenses. The Plan received \$12,000 per year from Empower for the years ending December 31, 2023 and 2022 and is included in "Other" Contributions. Plan expenses paid were \$11,213 and \$14,149 for years ending December 31, 2023 and 2022, respectively. The balance in the ERISA expense account is \$4,652 and \$3,696 as of December 31, 2023 and 2022, respectively.

These party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

Note 8 Risks and Uncertainties

The Plan invests in various investments through Empower (formerly, Prudential). Investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500

Times-Shamrock Communications 401(k) Plan financial statements are prepared using the accrual basis of accounting, while the tax return is prepared using the cash basis of accounting, therefore timing differences exist. The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Net Assets Available for Plan Benefits per the Financial Statements	\$ 28,973,155	\$ 32,188,744
Employer Contribution Receivable	(137,858)	(184,676)
Schedule H, Part I, Line 11 to the Form 5500	<u>\$ 28,835,297</u>	<u>\$ 32,004,068</u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500 (Continued)

The following is a reconciliation of income per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Total (Subtractions)/Additions to Plan Benefits per the Financial Statements	\$ 4,874,622	\$ (6,142,651)
Employer Contribution Accrued - Prior Year	184,676	147,046
Employer Contribution Accrued - Current Year	(137,858)	(184,676)
Employer Contribution Accrued - Prior Year	0	28,756
Employee Contribution Accrued - Current Year	<u>0</u>	<u>0</u>
Total Income per Schedule H, Part II, Line 2.d. of Form 5500	<u>\$ 4,921,440</u>	<u>\$ (6,151,525)</u>

Note 10 Income Tax Status

The Plan's latest determination letter, in which the Internal Revenue Service stated that the Plan as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Prudential uses a Volume Submitter Plan. Accordingly, the Thompson Hine LLP DBA Plan Document System has received a favorable opinion letter dated September 16, 2022 in which the Internal Revenue Service states that their Volume Submitter plan, as adopted by the plan sponsor, is acceptable under the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2020.

Note 11 Plan Benefits and Termination

The Employers although not under obligation to make contributions to the fund, has not expressed any intent to discontinue contributions thereto or terminate the Plan subject to the provision of ERISA. In the event of termination of the Plan, all amounts credited to employee accounts will be fully vested and paid after expenses of termination have been paid. Depending on the facts and circumstances, a partial termination may occur where a significant number of employees are terminated by the employer or excluded from plan participation. In case of a partial plan termination only those affected employees will become 100% vested.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 12 Delinquent Participant Contributions

The Company made delinquent participant contributions, including delinquent loan repayments, in 2023 as reported on the attached Schedule H Line 4a – Schedule of Delinquent Participation Contributions totaling \$9,770.61. The 2023 delinquency was corrected by the Company in October 2024. During October 2024 \$12.51 of lost earnings on the 2023 delinquency was corrected by the Company. The plan sponsor intends to enter DOL's Voluntary Fiduciary Correction Program (VFCP). The plan administrator as well as the plan tax counsel expect the delinquency be fully corrected under the VFCP and the Prohibited Transaction Exemption (PTE) 2002-51. Accordingly, the delinquency is not treated as a non-exempt party-in-interest.

SUPPLEMENTAL SCHEDULE

TIMES SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H LINE 4a
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
DECEMBER 31, 2023
EMPLOYER IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

ATTACHMENT TO FORM 5500

SCHEDULE H, Line 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

Participant Contributions Transferred Late to Plan Check here if Late Participant Loans Repayments are included: ☒	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
\$ 3,448.49	N/A	N/A	\$ 3,448.49	N/A
781.32	N/A	N/A	781.32	N/A
4,760.20	N/A	N/A	4,760.20	N/A
780.60	N/A	N/A	780.60	N/A
<u>\$ 9,770.61</u>			<u>\$ 9,770.61</u>	

"See accompanying independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)
DECEMBER 31, 2023
EMPLOYEE IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

a) RELATED PARTY IN INTEREST	(b) IDENTITY OF ISSUE, BORROWER LESSOR, OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR, OR MATURITY VALUE	(d) COST	(e) CURRENT VALUE
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	GUARANTEED INCOME FUND	\$ 6,436,446	\$ 6,436,446
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	COLUMBIA DIVIDEND VAL ISP	3,069,460	3,940,321
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INTL BLD/WELLINGTON	2,187,399	2,566,198
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	CORE PLUS BOND / PGIM FD	3,238,753	3,331,099
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SCV/KENNEDY CAPITAL FD	749,638	1,417,258
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCG/WESTFIELD CAPITAL	150,400	247,646
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU DAY ONE IFX TRGT BAL	363,568	451,123
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCV/INTEGRITY	148,552	235,802
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	30,628	63,103
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	79,150	148,958
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT AGG GROWTH FD	109,680	257,519
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT GROWTH FUND	82,591	286,006
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT BALANCED FUND	81,011	175,345
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU ENHANCED TIPS IDX FD	122,436	133,306
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	REAL ESTATE COHEN & STEERS	33,765	41,491
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INVESCO SCG STGY	1,544,947	1,904,522
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SA/INVESCO GLOBAL STRATEGY	361,934	937,270
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	LCG JP MORGAN INV MGMT	4,095,663	5,240,844
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	DRYDEN S&P 500 INDEX FUND	448,717	790,904
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	BALANCED IWELLINGTON MGT	31,775	41,266
	PARTICIPANT LOANS	INTEREST RATE RANGE (4.25% to 9.50%)	0	188,870
	TOTAL INVESTMENT ASSETS			<u>\$ 28,835,297</u>

"See accompanying independent auditors' report."

**TIMES-SHAMROCK COMMUNICATIONS
401(k) PLAN
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2023 AND 2022**

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

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INDEPENDENT AUDITORS' REPORT

October 9, 2024

Trustee of the
Times-Shamrock Communications 401(k) Plan

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

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

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Times-Shamrock Communications 401(k) Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 a certification from a qualified insurance carrier as of December 31, 2023 and 2022, and for the years then ended, stating that the certified investment information, as described in Notes 3, 5 and 6 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Times-Shamrock Communications 401(k) Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards 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 generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Times-Shamrock Communications 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Times-Shamrock Communications 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Supplemental Schedules Required by ERISA

The supplemental Schedule of Assets (Held at End of Year) and Schedule of Delinquent Participant Contributions as of and for the year ended December 31 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with generally accepted auditing standards. 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, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion—

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



TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	December 31,	
	<u>2023</u>	<u>2022</u>
ASSETS		
INVESTMENTS:		
Investments at Fair Value	\$ 22,209,981	\$ 23,731,782
Investments at Contract Value	<u>6,436,446</u>	<u>7,775,072</u>
TOTAL INVESTMENTS	<u>\$ 28,646,427</u>	<u>\$ 31,506,854</u>
RECEIVABLES:		
Contribution Receivable from Employers	\$ 137,858	\$ 184,676
Notes Receivable from Participants	<u>188,870</u>	<u>497,214</u>
TOTAL RECEIVABLES	<u>\$ 326,728</u>	<u>\$ 681,890</u>
TOTAL ASSETS	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS	<u><u>\$ 28,973,155</u></u>	<u><u>\$ 32,188,744</u></u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	For The Years Ended December 31,	
	2023	2022
ADDITIONS		
Contributions:		
Employer's Nonelective Contribution	\$ 137,858	\$ 184,676
Participant's Contribution	657,101	946,530
Participant's Rollover Contribution	8,860	24,442
Other	11,436	12,000
Total Contributions	<u>\$ 815,255</u>	<u>\$ 1,167,648</u>
Investment Income:		
Interest Income	\$ 128,004	\$ 115,685
Net (Depreciation)/Appreciation in Fair Value of Investments	3,914,909	(7,450,421)
Total Investment Income	<u>\$ 4,042,913</u>	<u>\$ (7,334,736)</u>
Interest Income-Participant Loans	<u>\$ 16,454</u>	<u>\$ 24,437</u>
TOTAL (SUBTRACTIONS)/ADDITIONS	<u>\$ 4,874,622</u>	<u>\$ (6,142,651)</u>
DEDUCTIONS		
Retirement Benefits	\$ 8,057,533	\$ 2,568,947
Corrective Distributions	4,118	0
Administrative Expense	<u>28,559</u>	<u>25,625</u>
TOTAL DEDUCTIONS	<u>\$ 8,090,210</u>	<u>\$ 2,594,572</u>
NET DECREASE	\$ (3,215,589)	\$ (8,737,223)
Net Assets Available for Plan Benefits, Beginning of Year	<u>32,188,744</u>	<u>40,925,967</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS, END OF YEAR	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan

Effective January 1, 1974, Times Shamrock Media, L.P. (formerly, The Scranton Times, L.P.), ("Sponsor" and "Company") a Pennsylvania Limited Partnership, adopted a retirement plan known as The Scranton Times Flexible Compensation Plan. The plan is a defined contribution plan which covers substantially all employees, and which provides for retirement, disability and death benefits. The Plan is subject to the provisions of ERISA. The Plan Administrator determines the appropriateness of the Plan's investment offerings, monitors investment performance with the Plan's insurance company. Effective November 1, 2007 the Plan was amended and restated and hereby known as the Times-Shamrock Communications 401(k) Plan ("Plan"). The following employers adopted the Plan: Shamrock Communications, Inc., Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly, Standard Speaker Publishing Company, LP), and Times Shamrock Creative Services, LLC.

Effective January 1, 2022, the Plan was amended and restated to incorporate amendments made since the Plan's January 1, 2015 restatement, as well as to comply with other legislative and regulatory changes.

On August 30, 2023, all of the business assets of Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly Standard Speaker Publishing Company, LP), and Times Shamrock Creative Service, LLC were sold to an unrelated third party, with employment and business operations discontinued. The sale of these four participating employers constituted a greater than 20% involuntary reduction in the plan's covered workforce, thereby was deemed a Partial Plan Termination under guidelines established by the Internal Revenue Service in Revenue Ruling 2007-43. All impacted employees were fully vested upon the sale event. These four affiliated companies ceased participation in the Plan effective December 1, 2023.

As a result of the August 30, 2023 sale, the Plan Sponsor changed its name to Times Shamrock Media, L.P.

In December 2022, Securing a Strong Retirement Act (Secure 2.0) was passed into law. For Plan years beginning January 1, 2023, the Act increased the Required Minimum Distributions (RMDs) from age 72 to 73. Accordingly, the Plan is operating in accordance with the provision. Most of the other provisions of the Act become effective in 2024 and forward. Since the provisions include both required and optional elements, the Plan Administrator will determine which optional provisions to elect.

The Plan provides that an eligible participant may elect to defer a specific percentage of their annual compensation not to exceed \$22,500, \$30,000 for participants ages 50 or older. Effective February 1, 2018 the Plan was amended as follows. An eligible participant will automatically be enrolled by the employer to defer an amount equal to 3%, unless such participant affirmatively elects to defer a specific percentage or not to have the automatic deferral made on his behalf. In addition, effective February 1, 2018, an eligible participant who is contributing less than the 3% will be increased to 3% effective that date unless

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan (Continued)

such participant has affirmatively elected to defer a specific percentage or not at all. Each January 1, the percentage of compensation deferred will be increased (automatic escalation) annually by one percentage point provided that such percentage does not exceed 25%. The automatic escalation provisions do not apply to the highly compensated employees and eligible participants who have affirmatively elected to defer a specific percentage or not at all.

The participant's direct the investment of their contributions into various investment options offered by the Plan. Each employer may, in its discretion, make a discretionary Nonelective Contribution to the Plan in an amount determined by the Plan Sponsor.

The abovementioned employer's contribution, along with participant's contributions, plan earnings (losses), and applicable expenses will be credited/debited to each participant's account.

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

Participants who have not terminated employment may borrow from their fund accounts up to a maximum of \$50,000, and not to exceed 50% of the participant's vested interests in their account balance. The loans are secured by the balance in the participant's account and bear a rate of interest as set forth in the Plan document. Principal and interest is paid ratably through payroll deductions. Loans may be prepaid in whole or in part at any time.

Forfeitures were \$1,334 and \$2,509 during the years December 31, 2023 and 2022, respectively. The forfeiture balance at December 2023 and 2022 respectively is \$3,305 and \$2,104 and shall reduce future employer contributions or be applied against Plan expenses. Plan expenses were reduced by \$176 and \$1,701 forfeited non-vested accounts in 2023 and 2022, respectively.

A more detailed explanation of the Plan, including but not limited to affirmative elections, automatic annual increases, allocation requirements, loans, vesting, and benefit provisions, is provided in Times-Shamrock Communications 401(k) Summary Plan Description.

Note 2 Summary of Significant Accounting Policies

Date of Management Review: Pursuant to FASB ASC 855, the Plan Administrator has evaluated subsequent events through October 9, 2024, the date which the financial statements were available to be issued.

Basis of Accounting: The financial statements of the plan are prepared using the accrual method of accounting.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Investment Contract with Insurance Companies: Investment contracts held by a defined contribution plan are required to be reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. See Note 5 for discussion of the Investment Contract.

Employer Contributions: Discretionary Nonelective Contributions by Times Shamrock Media, L.P. and adopting employers are made on a voluntary basis and are accrued based upon amounts actually computed. In addition, the sponsor as well as the adopting employer may elect to pay all administrative expenses associated with the plan but is not required to do so.

Investment Valuation and Income Recognition: The Plan's investments are reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Plan's Management determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and insurance company. The pooled separate accounts are valued at their unit value as determined by Prudential Bank & Trust, FSB Company and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company. See Note 6 for discussion of Fair Value Measurements.

Interest Income: Interest Income is recorded on the guaranteed account and loan amounts on the accrual basis.

Net (Depreciation)/Appreciation in Fair Value of Investments: Dividends, realized and unrealized gains for the underlying funds are factored into the value of the pooled separate accounts reported by Prudential/Empower.

Notes Receivable from Participants: Notes Receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2023, and 2022, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results may differ from those estimates.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Payment of Benefits: Benefits are recorded when paid.

Operating Expenses: The Plan permits the payment of Plan Expenses to be made from the Plan's assets. Although under no obligation to do so, certain expenses to maintain the Plan were paid by the Company. Fees related to the initiation of notes receivable from participants are charged directly to the Participant's account and are included in administrative expense. Investment related expenses are included in net appreciation of fair value of investments.

Note 3 ERISA Section 103(a)(3)(C) - Certifications of Investments

Certain information related to the investments at fair value and at contract value as well as notes receivable from participants disclosed in the accompanying financial statements and supplemental schedule, including investments and notes receivable from participants held at December 31, 2023 and December 31, 2022 and net appreciation/depreciation in fair value of investments and interest and dividends, and interest income – participant loans for the years ended December 31, 2023 and December 31, 2022, was obtained or derived from information supplied to the plan administrator and certified as completed and accurate by Empower Trust Company, LLC, formerly Prudential Bank & Trust, FSB, and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company.

On April 1, 2022, Empower Annuity Insurance Company of America (EAICA), formerly known as Great-West Life & Annuity Insurance Company, the parent company of Empower Retirement, LLC (Empower) acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.; Prudential Retirement Insurance and Annuity Company; Prudential Bank & Trust, FSB; Global Portfolio Strategies, Inc.; TBG Insurance Services Corporation; MC Insurance Agency Services, LLC; and Mullin TBG Insurance Agency Services, LLC. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Note 4 Non-Participant Directed Investments

The following presents the change in net assets for Non-Participant Directed Investments at December 31, 2023:

Participant Loans Advanced	\$ 125,867
Participant Loans Repaid	(137,936)
Participant Loans Offset	
Terminated Participants	(296,275)
Interest Income From Participants Loans	16,454
Transfers to Participant Directed Investments	(16,454)
	<u>\$(308,344)</u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 5 Investment Contract with Insurance Companies

The Plan entered into a benefit-responsive investment contract with Empower, (the Insurance Company), effective November 1, 2007. The Insurance Company maintains the contributions in a general fixed account.

The accounts are credited with actual earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract issuer is contractually obligated to repay the principal and a specific interest that is guaranteed to the Plan.

As described in Note 2, because the investment contract agreement is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the investment contract. Contract value, as reported to the Plan by the Insurance Company, represents deposits made to the contract, plus earnings at guaranteed crediting rates, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer. Such interest rates are reviewed for resetting. The contract value of the investment contract at December 31, 2023 and 2022 was \$6,436,446 and \$7,775,072, respectively.

Generally, there are no events that could limit the ability of the Plan to transact at contract value paid within 90 days. In addition, there are no events and circumstances that would permit the issuer to terminate the contract and settle at amounts that differ from contract value paid either within 90 days or over time.

Note 6 Fair Value Measurements

The Fair Value Measurements Accounting Literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1), Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs are only used when Level 1 or Level 2 inputs are not available. As of December 31, 2023, and 2022, the Plan did not have any Level 1, 2, or 3 inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2023 and 2022.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 6 Fair Value Measurements (Continued)

Pooled Separate Accounts: Are valued based on a "Unit of Account" with a value per unit based on the accumulation values of the underlying investments. Fair value is based on the Net Asset Value (NAV) of the units held in the underlying investments.

The following tables set forth, by level within the Fair Value hierarchy, the Plan's investing at Fair Value as of December 31, 2023 and 2022:

	<u>Fair Value Measurements at:</u>
	<u>Fair Value</u>
<u>December 31, 2023</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 22,209,981
Total	<u>\$ 22,209,981</u>
<u>December 31, 2022</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 23,731,782
Total	<u>\$ 23,731,782</u>

*Certain investments that are measured at fair value using the NAV per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in this footnote are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets Available for Benefits.

Fair Value of Investments in Entities that use NAV:

The following table summarizes investments measured at fair value based on net asset value per share as of December 31, 2023 and 2022, respectively.

<u>2023</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 22,209,981	None	Daily	None
<u>2022</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 23,731,782	None	Daily	None

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 7 Related Party Transactions

The Plan's investments are maintained with Empower as described in Note 5 and Note 6. Empower is considered a party-in-interest, therefore, transactions qualify as party-in-interest transactions.

The Plan has an ERISA expense account. The Plan sponsor has entered into an agreement with Empower in which the Plan is eligible to receive reimbursements from Empower which can be used by the Plan to pay third party expenses. The Plan received \$12,000 per year from Empower for the years ending December 31, 2023 and 2022 and is included in "Other" Contributions. Plan expenses paid were \$11,213 and \$14,149 for years ending December 31, 2023 and 2022, respectively. The balance in the ERISA expense account is \$4,652 and \$3,696 as of December 31, 2023 and 2022, respectively.

These party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

Note 8 Risks and Uncertainties

The Plan invests in various investments through Empower (formerly, Prudential). Investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500

Times-Shamrock Communications 401(k) Plan financial statements are prepared using the accrual basis of accounting, while the tax return is prepared using the cash basis of accounting, therefore timing differences exist. The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Net Assets Available for Plan Benefits per the Financial Statements	\$ 28,973,155	\$ 32,188,744
Employer Contribution Receivable	(137,858)	(184,676)
Schedule H, Part I, Line 11 to the Form 5500	<u>\$ 28,835,297</u>	<u>\$ 32,004,068</u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500 (Continued)

The following is a reconciliation of income per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Total (Subtractions)/Additions to Plan Benefits per the Financial Statements	\$ 4,874,622	\$ (6,142,651)
Employer Contribution Accrued - Prior Year	184,676	147,046
Employer Contribution Accrued - Current Year	(137,858)	(184,676)
Employer Contribution Accrued - Prior Year	0	28,756
Employee Contribution Accrued - Current Year	<u>0</u>	<u>0</u>
Total Income per Schedule H, Part II, Line 2.d. of Form 5500	<u>\$ 4,921,440</u>	<u>\$ (6,151,525)</u>

Note 10 Income Tax Status

The Plan's latest determination letter, in which the Internal Revenue Service stated that the Plan as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Prudential uses a Volume Submitter Plan. Accordingly, the Thompson Hine LLP DBA Plan Document System has received a favorable opinion letter dated September 16, 2022 in which the Internal Revenue Service states that their Volume Submitter plan, as adopted by the plan sponsor, is acceptable under the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2020.

Note 11 Plan Benefits and Termination

The Employers although not under obligation to make contributions to the fund, has not expressed any intent to discontinue contributions thereto or terminate the Plan subject to the provision of ERISA. In the event of termination of the Plan, all amounts credited to employee accounts will be fully vested and paid after expenses of termination have been paid. Depending on the facts and circumstances, a partial termination may occur where a significant number of employees are terminated by the employer or excluded from plan participation. In case of a partial plan termination only those affected employees will become 100% vested.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 12 Delinquent Participant Contributions

The Company made delinquent participant contributions, including delinquent loan repayments, in 2023 as reported on the attached Schedule H Line 4a – Schedule of Delinquent Participation Contributions totaling \$9,770.61. The 2023 delinquency was corrected by the Company in October 2024. During October 2024 \$12.51 of lost earnings on the 2023 delinquency was corrected by the Company. The plan sponsor intends to enter DOL's Voluntary Fiduciary Correction Program (VFCP). The plan administrator as well as the plan tax counsel expect the delinquency be fully corrected under the VFCP and the Prohibited Transaction Exemption (PTE) 2002-51. Accordingly, the delinquency is not treated as a non-exempt party-in-interest.

SUPPLEMENTAL SCHEDULE

TIMES SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H LINE 4a
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
DECEMBER 31, 2023
EMPLOYER IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

ATTACHMENT TO FORM 5500

SCHEDULE H, Line 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

Participant Contributions Transferred Late to Plan Check here if Late Participant Loans Repayments are included: ☒	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
\$ 3,448.49	N/A	N/A	\$ 3,448.49	N/A
781.32	N/A	N/A	781.32	N/A
4,760.20	N/A	N/A	4,760.20	N/A
780.60	N/A	N/A	780.60	N/A
<u>\$ 9,770.61</u>			<u>\$ 9,770.61</u>	

"See accompanying independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)
DECEMBER 31, 2023
EMPLOYEE IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

a) RELATED PARTY IN INTEREST	(b) IDENTITY OF ISSUE, BORROWER LESSOR, OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR, OR MATURITY VALUE	(d) COST	(e) CURRENT VALUE
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	GUARANTEED INCOME FUND	\$ 6,436,446	\$ 6,436,446
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	COLUMBIA DIVIDEND VAL ISP	3,069,460	3,940,321
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INTL BLD/WELLINGTON	2,187,399	2,566,198
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	CORE PLUS BOND / PGIM FD	3,238,753	3,331,099
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SCV/KENNEDY CAPITAL FD	749,638	1,417,258
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCG/WESTFIELD CAPITAL	150,400	247,646
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU DAY ONE IFX TRGT BAL	363,568	451,123
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCV/INTEGRITY	148,552	235,802
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	30,628	63,103
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	79,150	148,958
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT AGG GROWTH FD	109,680	257,519
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT GROWTH FUND	82,591	286,006
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT BALANCED FUND	81,011	175,345
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU ENHANCED TIPS IDX FD	122,436	133,306
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	REAL ESTATE COHEN & STEERS	33,765	41,491
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INVESCO SCG STGY	1,544,947	1,904,522
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SA/INVESCO GLOBAL STRATEGY	361,934	937,270
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	LCG JP MORGAN INV MGMT	4,095,663	5,240,844
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	DRYDEN S&P 500 INDEX FUND	448,717	790,904
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	BALANCED IWELLINGTON MGT	31,775	41,266
	PARTICIPANT LOANS	INTEREST RATE RANGE (4.25% to 9.50%)	0	188,870
	TOTAL INVESTMENT ASSETS			<u>\$ 28,835,297</u>

"See accompanying independent auditors' report."

**TIMES-SHAMROCK COMMUNICATIONS
401(k) PLAN
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2023 AND 2022**

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
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INDEPENDENT AUDITORS' REPORT

October 9, 2024

Trustee of the
Times-Shamrock Communications 401(k) Plan

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

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

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Times-Shamrock Communications 401(k) Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our 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 a certification from a qualified insurance carrier as of December 31, 2023 and 2022, and for the years then ended, stating that the certified investment information, as described in Notes 3, 5 and 6 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Times-Shamrock Communications 401(k) Plan and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards 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 generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Times-Shamrock Communications 401(k) Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Times-Shamrock Communications 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

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

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

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

Supplemental Schedules Required by ERISA

The supplemental Schedule of Assets (Held at End of Year) and Schedule of Delinquent Participant Contributions as of and for the year ended December 31 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with generally accepted auditing standards. 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, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion—

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



TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	December 31,	
	<u>2023</u>	<u>2022</u>
ASSETS		
INVESTMENTS:		
Investments at Fair Value	\$ 22,209,981	\$ 23,731,782
Investments at Contract Value	<u>6,436,446</u>	<u>7,775,072</u>
TOTAL INVESTMENTS	<u>\$ 28,646,427</u>	<u>\$ 31,506,854</u>
RECEIVABLES:		
Contribution Receivable from Employers	\$ 137,858	\$ 184,676
Notes Receivable from Participants	<u>188,870</u>	<u>497,214</u>
TOTAL RECEIVABLES	<u>\$ 326,728</u>	<u>\$ 681,890</u>
TOTAL ASSETS	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS	<u><u>\$ 28,973,155</u></u>	<u><u>\$ 32,188,744</u></u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR PLAN BENEFITS

	For The Years Ended December 31,	
	2023	2022
ADDITIONS		
Contributions:		
Employer's Nonelective Contribution	\$ 137,858	\$ 184,676
Participant's Contribution	657,101	946,530
Participant's Rollover Contribution	8,860	24,442
Other	11,436	12,000
Total Contributions	<u>\$ 815,255</u>	<u>\$ 1,167,648</u>
Investment Income:		
Interest Income	\$ 128,004	\$ 115,685
Net (Depreciation)/Appreciation in Fair Value of Investments	3,914,909	(7,450,421)
Total Investment Income	<u>\$ 4,042,913</u>	<u>\$ (7,334,736)</u>
Interest Income-Participant Loans	<u>\$ 16,454</u>	<u>\$ 24,437</u>
TOTAL (SUBTRACTIONS)/ADDITIONS	<u>\$ 4,874,622</u>	<u>\$ (6,142,651)</u>
DEDUCTIONS		
Retirement Benefits	\$ 8,057,533	\$ 2,568,947
Corrective Distributions	4,118	0
Administrative Expense	<u>28,559</u>	<u>25,625</u>
TOTAL DEDUCTIONS	<u>\$ 8,090,210</u>	<u>\$ 2,594,572</u>
NET DECREASE	\$ (3,215,589)	\$ (8,737,223)
Net Assets Available for Plan Benefits, Beginning of Year	<u>32,188,744</u>	<u>40,925,967</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS, END OF YEAR	<u>\$ 28,973,155</u>	<u>\$ 32,188,744</u>

"See accompanying notes and independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan

Effective January 1, 1974, Times Shamrock Media, L.P. (formerly, The Scranton Times, L.P.), ("Sponsor" and "Company") a Pennsylvania Limited Partnership, adopted a retirement plan known as The Scranton Times Flexible Compensation Plan. The plan is a defined contribution plan which covers substantially all employees, and which provides for retirement, disability and death benefits. The Plan is subject to the provisions of ERISA. The Plan Administrator determines the appropriateness of the Plan's investment offerings, monitors investment performance with the Plan's insurance company. Effective November 1, 2007 the Plan was amended and restated and hereby known as the Times-Shamrock Communications 401(k) Plan ("Plan"). The following employers adopted the Plan: Shamrock Communications, Inc., Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly, Standard Speaker Publishing Company, LP), and Times Shamrock Creative Services, LLC.

Effective January 1, 2022, the Plan was amended and restated to incorporate amendments made since the Plan's January 1, 2015 restatement, as well as to comply with other legislative and regulatory changes.

On August 30, 2023, all of the business assets of Absolute Distribution Inc., PR of PA, Inc. (formerly Pottsville Republican, Inc.), SS Company of PA (formerly Standard Speaker Publishing Company, LP), and Times Shamrock Creative Service, LLC were sold to an unrelated third party, with employment and business operations discontinued. The sale of these four participating employers constituted a greater than 20% involuntary reduction in the plan's covered workforce, thereby was deemed a Partial Plan Termination under guidelines established by the Internal Revenue Service in Revenue Ruling 2007-43. All impacted employees were fully vested upon the sale event. These four affiliated companies ceased participation in the Plan effective December 1, 2023.

As a result of the August 30, 2023 sale, the Plan Sponsor changed its name to Times Shamrock Media, L.P.

In December 2022, Securing a Strong Retirement Act (Secure 2.0) was passed into law. For Plan years beginning January 1, 2023, the Act increased the Required Minimum Distributions (RMDs) from age 72 to 73. Accordingly, the Plan is operating in accordance with the provision. Most of the other provisions of the Act become effective in 2024 and forward. Since the provisions include both required and optional elements, the Plan Administrator will determine which optional provisions to elect.

The Plan provides that an eligible participant may elect to defer a specific percentage of their annual compensation not to exceed \$22,500, \$30,000 for participants ages 50 or older. Effective February 1, 2018 the Plan was amended as follows. An eligible participant will automatically be enrolled by the employer to defer an amount equal to 3%, unless such participant affirmatively elects to defer a specific percentage or not to have the automatic deferral made on his behalf. In addition, effective February 1, 2018, an eligible participant who is contributing less than the 3% will be increased to 3% effective that date unless

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 Description of the Plan (Continued)

such participant has affirmatively elected to defer a specific percentage or not at all. Each January 1, the percentage of compensation deferred will be increased (automatic escalation) annually by one percentage point provided that such percentage does not exceed 25%. The automatic escalation provisions do not apply to the highly compensated employees and eligible participants who have affirmatively elected to defer a specific percentage or not at all.

The participant's direct the investment of their contributions into various investment options offered by the Plan. Each employer may, in its discretion, make a discretionary Nonelective Contribution to the Plan in an amount determined by the Plan Sponsor.

The abovementioned employer's contribution, along with participant's contributions, plan earnings (losses), and applicable expenses will be credited/debited to each participant's account.

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

Participants who have not terminated employment may borrow from their fund accounts up to a maximum of \$50,000, and not to exceed 50% of the participant's vested interests in their account balance. The loans are secured by the balance in the participant's account and bear a rate of interest as set forth in the Plan document. Principal and interest is paid ratably through payroll deductions. Loans may be prepaid in whole or in part at any time.

Forfeitures were \$1,334 and \$2,509 during the years December 31, 2023 and 2022, respectively. The forfeiture balance at December 2023 and 2022 respectively is \$3,305 and \$2,104 and shall reduce future employer contributions or be applied against Plan expenses. Plan expenses were reduced by \$176 and \$1,701 forfeited non-vested accounts in 2023 and 2022, respectively.

A more detailed explanation of the Plan, including but not limited to affirmative elections, automatic annual increases, allocation requirements, loans, vesting, and benefit provisions, is provided in Times-Shamrock Communications 401(k) Summary Plan Description.

Note 2 Summary of Significant Accounting Policies

Date of Management Review: Pursuant to FASB ASC 855, the Plan Administrator has evaluated subsequent events through October 9, 2024, the date which the financial statements were available to be issued.

Basis of Accounting: The financial statements of the plan are prepared using the accrual method of accounting.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Investment Contract with Insurance Companies: Investment contracts held by a defined contribution plan are required to be reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. See Note 5 for discussion of the Investment Contract.

Employer Contributions: Discretionary Nonelective Contributions by Times Shamrock Media, L.P. and adopting employers are made on a voluntary basis and are accrued based upon amounts actually computed. In addition, the sponsor as well as the adopting employer may elect to pay all administrative expenses associated with the plan but is not required to do so.

Investment Valuation and Income Recognition: The Plan's investments are reported at fair value, except for fully benefit-responsive investment contracts, which are reported at contract value. Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Plan's Management determines the Plan's valuation policies utilizing information provided by the investment advisors, custodians, and insurance company. The pooled separate accounts are valued at their unit value as determined by Prudential Bank & Trust, FSB Company and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company. See Note 6 for discussion of Fair Value Measurements.

Interest Income: Interest Income is recorded on the guaranteed account and loan amounts on the accrual basis.

Net (Depreciation)/Appreciation in Fair Value of Investments: Dividends, realized and unrealized gains for the underlying funds are factored into the value of the pooled separate accounts reported by Prudential/Empower.

Notes Receivable from Participants: Notes Receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. As of December 31, 2023, and 2022, no allowance for credit losses has been recorded. If a participant does not make loan repayments and the plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results may differ from those estimates.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 2 Summary of Significant Accounting Policies (Continued)

Payment of Benefits: Benefits are recorded when paid.

Operating Expenses: The Plan permits the payment of Plan Expenses to be made from the Plan's assets. Although under no obligation to do so, certain expenses to maintain the Plan were paid by the Company. Fees related to the initiation of notes receivable from participants are charged directly to the Participant's account and are included in administrative expense. Investment related expenses are included in net appreciation of fair value of investments.

Note 3 ERISA Section 103(a)(3)(C) - Certifications of Investments

Certain information related to the investments at fair value and at contract value as well as notes receivable from participants disclosed in the accompanying financial statements and supplemental schedule, including investments and notes receivable from participants held at December 31, 2023 and December 31, 2022 and net appreciation/depreciation in fair value of investments and interest and dividends, and interest income – participant loans for the years ended December 31, 2023 and December 31, 2022, was obtained or derived from information supplied to the plan administrator and certified as completed and accurate by Empower Trust Company, LLC, formerly Prudential Bank & Trust, FSB, and by Empower Annuity Insurance Company, formerly Prudential Retirement Insurance and Annuity Company.

On April 1, 2022, Empower Annuity Insurance Company of America (EAICA), formerly known as Great-West Life & Annuity Insurance Company, the parent company of Empower Retirement, LLC (Empower) acquired the full-service retirement business of Prudential Financial, Inc. In connection with the transaction, EAICA acquired all shares of the following entities, which are no longer affiliated with Prudential Financial, Inc.; Prudential Retirement Insurance and Annuity Company; Prudential Bank & Trust, FSB; Global Portfolio Strategies, Inc.; TBG Insurance Services Corporation; MC Insurance Agency Services, LLC; and Mullin TBG Insurance Agency Services, LLC. On October 3, 2022, Prudential Retirement Insurance and Annuity Company was renamed Empower Annuity Insurance Company.

Note 4 Non-Participant Directed Investments

The following presents the change in net assets for Non-Participant Directed Investments at December 31, 2023:

Participant Loans Advanced	\$ 125,867
Participant Loans Repaid	(137,936)
Participant Loans Offset	
Terminated Participants	(296,275)
Interest Income From Participants Loans	16,454
Transfers to Participant Directed Investments	(16,454)
	<u><u>\$(308,344)</u></u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 5 Investment Contract with Insurance Companies

The Plan entered into a benefit-responsive investment contract with Empower, (the Insurance Company), effective November 1, 2007. The Insurance Company maintains the contributions in a general fixed account.

The accounts are credited with actual earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract issuer is contractually obligated to repay the principal and a specific interest that is guaranteed to the Plan.

As described in Note 2, because the investment contract agreement is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the investment contract. Contract value, as reported to the Plan by the Insurance Company, represents deposits made to the contract, plus earnings at guaranteed crediting rates, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer. Such interest rates are reviewed for resetting. The contract value of the investment contract at December 31, 2023 and 2022 was \$6,436,446 and \$7,775,072, respectively.

Generally, there are no events that could limit the ability of the Plan to transact at contract value paid within 90 days. In addition, there are no events and circumstances that would permit the issuer to terminate the contract and settle at amounts that differ from contract value paid either within 90 days or over time.

Note 6 Fair Value Measurements

The Fair Value Measurements Accounting Literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets (Level 1), Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs are only used when Level 1 or Level 2 inputs are not available. As of December 31, 2023, and 2022, the Plan did not have any Level 1, 2, or 3 inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2023 and 2022.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 6 Fair Value Measurements (Continued)

Pooled Separate Accounts: Are valued based on a "Unit of Account" with a value per unit based on the accumulation values of the underlying investments. Fair value is based on the Net Asset Value (NAV) of the units held in the underlying investments.

The following tables set forth, by level within the Fair Value hierarchy, the Plan's investing at Fair Value as of December 31, 2023 and 2022:

	<u>Fair Value Measurements at:</u>
	<u>Fair Value</u>
<u>December 31, 2023</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 22,209,981
Total	<u>\$ 22,209,981</u>
<u>December 31, 2022</u>	
Investments Measured at NAV*	
Pooled Separate Accounts	\$ 23,731,782
Total	<u>\$ 23,731,782</u>

*Certain investments that are measured at fair value using the NAV per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in this footnote are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets Available for Benefits.

Fair Value of Investments in Entities that use NAV:

The following table summarizes investments measured at fair value based on net asset value per share as of December 31, 2023 and 2022, respectively.

<u>2023</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 22,209,981	None	Daily	None
<u>2022</u>				
<u>Investment</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled Separate Accounts	\$ 23,731,782	None	Daily	None

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 7 Related Party Transactions

The Plan's investments are maintained with Empower as described in Note 5 and Note 6. Empower is considered a party-in-interest, therefore, transactions qualify as party-in-interest transactions.

The Plan has an ERISA expense account. The Plan sponsor has entered into an agreement with Empower in which the Plan is eligible to receive reimbursements from Empower which can be used by the Plan to pay third party expenses. The Plan received \$12,000 per year from Empower for the years ending December 31, 2023 and 2022 and is included in "Other" Contributions. Plan expenses paid were \$11,213 and \$14,149 for years ending December 31, 2023 and 2022, respectively. The balance in the ERISA expense account is \$4,652 and \$3,696 as of December 31, 2023 and 2022, respectively.

These party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

Note 8 Risks and Uncertainties

The Plan invests in various investments through Empower (formerly, Prudential). Investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500

Times-Shamrock Communications 401(k) Plan financial statements are prepared using the accrual basis of accounting, while the tax return is prepared using the cash basis of accounting, therefore timing differences exist. The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Net Assets Available for Plan Benefits per the Financial Statements	\$ 28,973,155	\$ 32,188,744
Employer Contribution Receivable	(137,858)	(184,676)
Schedule H, Part I, Line 11 to the Form 5500	<u>\$ 28,835,297</u>	<u>\$ 32,004,068</u>

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 9 Reconciliation of Financial Statements to Schedule H of Form 5500 (Continued)

The following is a reconciliation of income per the financial statements at December 31, 2023 and 2022 to Schedule H of Form 5500:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Total (Subtractions)/Additions to Plan Benefits per the Financial Statements	\$ 4,874,622	\$ (6,142,651)
Employer Contribution Accrued - Prior Year	184,676	147,046
Employer Contribution Accrued - Current Year	(137,858)	(184,676)
Employer Contribution Accrued - Prior Year	0	28,756
Employee Contribution Accrued - Current Year	<u>0</u>	<u>0</u>
Total Income per Schedule H, Part II, Line 2.d. of Form 5500	<u>\$ 4,921,440</u>	<u>\$ (6,151,525)</u>

Note 10 Income Tax Status

The Plan's latest determination letter, in which the Internal Revenue Service stated that the Plan as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Prudential uses a Volume Submitter Plan. Accordingly, the Thompson Hine LLP DBA Plan Document System has received a favorable opinion letter dated September 16, 2022 in which the Internal Revenue Service states that their Volume Submitter plan, as adopted by the plan sponsor, is acceptable under the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2020.

Note 11 Plan Benefits and Termination

The Employers although not under obligation to make contributions to the fund, has not expressed any intent to discontinue contributions thereto or terminate the Plan subject to the provision of ERISA. In the event of termination of the Plan, all amounts credited to employee accounts will be fully vested and paid after expenses of termination have been paid. Depending on the facts and circumstances, a partial termination may occur where a significant number of employees are terminated by the employer or excluded from plan participation. In case of a partial plan termination only those affected employees will become 100% vested.

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

Note 12 Delinquent Participant Contributions

The Company made delinquent participant contributions, including delinquent loan repayments, in 2023 as reported on the attached Schedule H Line 4a – Schedule of Delinquent Participation Contributions totaling \$9,770.61. The 2023 delinquency was corrected by the Company in October 2024. During October 2024 \$12.51 of lost earnings on the 2023 delinquency was corrected by the Company. The plan sponsor intends to enter DOL's Voluntary Fiduciary Correction Program (VFCP). The plan administrator as well as the plan tax counsel expect the delinquency be fully corrected under the VFCP and the Prohibited Transaction Exemption (PTE) 2002-51. Accordingly, the delinquency is not treated as a non-exempt party-in-interest.

SUPPLEMENTAL SCHEDULE

TIMES SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H LINE 4a
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
DECEMBER 31, 2023
EMPLOYER IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

ATTACHMENT TO FORM 5500

SCHEDULE H, Line 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

Participant Contributions Transferred Late to Plan Check here if Late Participant Loans Repayments are included: ☒	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
\$ 3,448.49	N/A	N/A	\$ 3,448.49	N/A
781.32	N/A	N/A	781.32	N/A
4,760.20	N/A	N/A	4,760.20	N/A
780.60	N/A	N/A	780.60	N/A
<u>\$ 9,770.61</u>			<u>\$ 9,770.61</u>	

"See accompanying independent auditors' report."

TIMES-SHAMROCK COMMUNICATIONS 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)
DECEMBER 31, 2023
EMPLOYEE IDENTIFICATION NUMBER 24-0717470
PLAN NUMBER 005

a) RELATED PARTY IN INTEREST	(b) IDENTITY OF ISSUE, BORROWER LESSOR, OR SIMILAR PARTY	(c) DESCRIPTION OF INVESTMENT INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR, OR MATURITY VALUE	(d) COST	(e) CURRENT VALUE
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	GUARANTEED INCOME FUND	\$ 6,436,446	\$ 6,436,446
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	COLUMBIA DIVIDEND VAL ISP	3,069,460	3,940,321
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INTL BLD/WELLINGTON	2,187,399	2,566,198
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	CORE PLUS BOND / PGIM FD	3,238,753	3,331,099
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SCV/KENNEDY CAPITAL FD	749,638	1,417,258
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCG/WESTFIELD CAPITAL	150,400	247,646
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU DAY ONE IFX TRGT BAL	363,568	451,123
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	MCV/INTEGRITY	148,552	235,802
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	30,628	63,103
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT CONSERVATIVE GRO	79,150	148,958
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT AGG GROWTH FD	109,680	257,519
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT GROWTH FUND	82,591	286,006
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU IFX SEL LT BALANCED FUND	81,011	175,345
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	PRU ENHANCED TIPS IDX FD	122,436	133,306
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	REAL ESTATE COHEN & STEERS	33,765	41,491
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	INVESCO SCG STGY	1,544,947	1,904,522
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	SA/INVESCO GLOBAL STRATEGY	361,934	937,270
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	LCG JP MORGAN INV MGMT	4,095,663	5,240,844
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	DRYDEN S&P 500 INDEX FUND	448,717	790,904
*	PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY	BALANCED IWELLINGTON MGT	31,775	41,266
	PARTICIPANT LOANS	INTEREST RATE RANGE (4.25% to 9.50%)	0	188,870
	TOTAL INVESTMENT ASSETS			<u>\$ 28,835,297</u>

"See accompanying independent auditors' report."