

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 QURATE RETAIL GROUP 401(K) RETIREMENT SAVINGS PLAN FOR QVC AND HSN
1b	Three-digit plan number (PN) ▶ 005
1c	Effective date of plan 04/01/1988
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) QVC, INC. 1200 WILSON DRIVE WEST CHESTER, PA 19380
2b	Employer Identification Number (EIN) 23-2414041
2c	Plan Sponsor's telephone number 484-701-1000
2d	Business code (see instructions) 454110

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	KIMBERLY ODRICANI
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 10139
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) 6917 6a(2) 6223 6b 125 6c 3143 6d 9491 6e 79 6f 9570 6g(1) 9799 6g(2) 9234 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 3F 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 _____
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

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

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

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

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

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

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection.

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan QURATE RETAIL GROUP 401(K) RETIREMENT SAVINGS PLAN FOR QVC AND HSN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 QVC, INC.	D Employer Identification Number (EIN) 23-2414041	

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
THE VANGUARD GROUP, INC.
23-1945930

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

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

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

THE VANGUARD GROUP, INC.

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 16 25 33 37 52 99	NONE	735505	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE VANGUARD GROUP, INC.	99	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.	
TD AMERITRADE, INC. 06-0988655	UP TO \$25 PER QUARTER, PER ACTIVE BROKERAGE PARTICIPANT; UP TO A \$50 ONE TIME PER PARTICIPANT BROKERAGE SET-UP FEE AS COMPENSATION FOR VANGUARD'S INITIAL/ONGOING ENHANCEMENTS TO INTEGRATE TD AMERITRADE'S BROKERAGE SERVICE FOR PLAN PARTICIPANTS	
(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:	BAKER TILLY US, LLP	b EIN:	39-0859910
c Position:	AUDITOR		
d Address:	225 SOUTH SIXTH STREET, SUITE 2300 MINNEAPOLIS, MN 55402	e Telephone:	612-876-4500

Explanation: BAKER TILLY US, LLP COMPLETED A STRATEGIC INVESTMENT ON JUNE 3, 2024, AND AS A RESULT HAS APPLIED FOR AND OBTAINED A NEW EIN. THERE HAS BEEN NO CHANGE IN AUDIT FIRM.

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>QURATE RETAIL GROUP 401(K) RETIREMENT SAVINGS PLAN FOR QVC AND HSN</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>QVC, INC.</u>	D Employer Identification Number (EIN) <u>23-2414041</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>FIDELITY GROWTH CO COMMINGLED POOL</u>				
b Name of sponsor of entity listed in (a): <u>FIDELITY MANAGEMENT TRUST CO</u>				
c EIN-PN <u>04-3022712-135</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>153708302</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>FIDELITY MANAGED INCOME PORTFOLI C2</u>				
b Name of sponsor of entity listed in (a): <u>FIDELITY MANGEMENT TRUST CO</u>				
c EIN-PN <u>04-3022712-024</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>53313816</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GW&K SMALL-MID CAP CORE CIT</u>				
b Name of sponsor of entity listed in (a): <u>GW&K LLC</u>				
c EIN-PN <u>26-3761443-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>70282491</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL DRA CIT; TIER I</u>				
b Name of sponsor of entity listed in (a): <u>PRINCIPAL</u>				
c EIN-PN <u>46-0743367-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1325339</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRUDENTIAL CORE PL BOND CL5</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL TRUST COMPANY</u>				
c EIN-PN <u>23-6994310-165</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>28200059</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>SS GLOBAL ALL CAP EQUITY EX-US INDE</u>				
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>				
c EIN-PN <u>90-0337987-444</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>7884035</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>SS RUSSELL S/M CAP INDEX SL CLII</u>				
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>				
c EIN-PN <u>04-0025081-091</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>16070515</u>		

a Name of MTIA, CCT, PSA, or 103-12 IE: SS S&P 500 INDEX SL SERIES CLII		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 04-0025081-078	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 135221814
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT SL 2020 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-491	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 21953668
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT SL 2025 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-498	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 41358815
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT 2030 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-492	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 73177662
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT 2035 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-499	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 62035080
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT 2040 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-493	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 57643497
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT 2045 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 32-6528132-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 44999890
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT 2050 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 32-6528132-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 41795351
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT 2055 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 32-6528132-005	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 25395965
a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT 2060 CLASS V		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 32-6528132-008	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 9800693

a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT SL 2065 CLASS V

b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS

c EIN-PN 32-6528132-046	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 633314
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a Name of MTIA, CCT, PSA, or 103-12 IE: SS TRT SL INCOME CLASS V

b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS

c EIN-PN 90-0337987-490	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 12892404
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a Name of MTIA, CCT, PSA, or 103-12 IE: SS US BOND INDEX SL SERIES CL XIV

b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS

c EIN-PN 90-0337987-477	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 10262836
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a Name of MTIA, CCT, PSA, or 103-12 IE: TSW INTERNATIONAL LARGE CAP EQUITY

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

c EIN-PN 26-6773274-003	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 30558915
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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)
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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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Part II Information on Participating Plans (to be completed by DFEs, other than DCGs)

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan QURATE RETAIL GROUP 401(K) RETIREMENT SAVINGS PLAN FOR QVC AND HSN	B Three-digit plan number (PN) ►	005
C Plan sponsor's name as shown on line 2a of Form 5500 QVC, INC.	D Employer Identification Number (EIN) 23-2414041	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	977902	1130162
(2) Participant contributions	1b(2)	95064	96133
(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)	8448627	8206844
(9) Value of interest in common/collective trusts	1c(9)	771340811	898514461
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	70499794	69919839
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	13971435	15181269

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	865333633	993048708
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	0	265538
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	265538
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	865333633	992783170

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)	16936558	
(B) Participants	2a(1)(B)	34685618	
(C) Others (including rollovers)	2a(1)(C)	2472662	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		54094838
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)	456757	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		456757
(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)	4975279	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		4975279
(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)		156277795
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		576510
c Other income	2c		2781029
d Total income. Add all income amounts in column (b) and enter total	2d		219162208

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	90630066	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other	2e(3)	82749	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		90712815
f Corrective distributions (see instructions)	2f		196491
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)		
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)		
(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)	706005	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		706005
j Total expenses. Add all expense amounts in column (b) and enter total	2j		91615311

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		127546897
l Transfers of assets:			
(1) To this plan	2l(1)		721299
(2) From this plan	2l(2)		818659

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: **BAKER TILLY US, LLP**

(2) EIN: **39-0859910**

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

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

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
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)
QURATE RETAIL GROUP 401(K) RETIREMENT SAVINGS PLAN FOR ZULILY	47-4942380	001
QURATE RETAIL GROUP 401(K) RETIREMENT SAVINGS PLAN FOR CORNERSTONE BRANDS	01-0520036	001

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection.
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan QURATE RETAIL GROUP 401(K) RETIREMENT SAVINGS PLAN FOR QVC AND HSN		B Three-digit plan number (PN) ▶ 005
C Plan sponsor's name as shown on line 2a of Form 5500 QVC, INC.		D Employer Identification Number (EIN) 23-2414041
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 23-2186884		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A		
If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____		
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2023 v. 230707		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

(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	15a	
b The corresponding number for the second preceding plan year	15b	
16 Information with respect to any employers who withdrew from the plan during the preceding plan year:		
a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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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>06 / 30 / 2020</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>Q703218A</u> .	

**Qurate Retail Group
401(k) Retirement Savings Plan for
QVC and HSN**

Financial Statements and
Supplementary Information

December 31, 2023 and 2022

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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December 31, 2023 and 2022

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Independent Auditors' Report

To the Participants and Plan Administrator of
Qurata Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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

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

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

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

Other Matter — Supplemental Schedule Required by ERISA

The supplemental schedule, Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) as of or 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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



Philadelphia, Pennsylvania
October 15, 2024

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Statements of Net Assets Available for Benefits

December 31, 2023 and 2022

	2023	2022
Assets		
Investments at fair value	<u>\$ 983,615,569</u>	<u>\$ 855,812,040</u>
Receivables:		
Employer contributions	1,130,162	977,902
Participant contributions	96,133	95,064
Notes receivable from participants	<u>8,206,844</u>	<u>8,448,627</u>
Total receivables	<u>9,433,139</u>	<u>9,521,593</u>
Total assets	993,048,708	865,333,633
Liabilities		
Excess contributions payable	<u>265,538</u>	<u>-</u>
Net assets available for benefits	<u><u>\$ 992,783,170</u></u>	<u><u>\$ 865,333,633</u></u>

See notes to financial statements

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2023

Additions

Investment income:

Net appreciation in fair value of investments \$ 158,503,834

Interest and dividends 6,015,199

Net investment income 164,519,033

Interest income on notes receivable from participants 456,757

Contributions:

Participants 34,685,618

Employer 16,936,558

Rollovers 2,472,662

Total contributions 54,094,838

Other Income 3,878

Total additions 219,074,506

Deductions

Benefits paid to participants 90,821,604

Administrative expenses 706,005

Total deductions 91,527,609

Transfers out, net (Note 1) 97,360

Net increase 127,449,537

Net Assets Available for Benefits

Beginning of year 865,333,633

End of year \$ 992,783,170

See notes to financial statements

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

1. Description of the Plan

The following description of the Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN (the Plan) provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all eligible employees who are age 21 or older as of their first day of employment with QVC, Inc., and its domestic subsidiaries (the Company). Eligible employees may make elective contributions to the Plan immediately, but must complete one year of credited services (as defined in the plan document) to receive a Company matching contribution.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Company's Investment Committee is responsible for oversight of the Plan. The Investment Committee determines the appropriateness of the Plan's investment offerings and monitors investment performance.

The Company is considered to be a part of the Qurate Retail Group (QRG), which included Cornerstone Brands, Inc. and Zulily LLC (Zulily) during 2023. Zulily was a wholly owned subsidiary of QRG until its divestiture on May 24, 2023. Participants within QRG are permitted to transfer in or out of other plans sponsored by QRG based on company employment. Transfers out, net on the statement of changes in net assets available for benefits represents transfers into the Plan from other QRG Plans of \$721,299 and transfers out of the Plan to other QRG Plans of \$818,659 during the year ended December 31, 2023.

Employee Contributions and Company Matching Contribution

Eligible employees may elect to contribute an amount equal to not less than 1% and not more than 75% of their pre-tax annualized compensation. Participants are also permitted to make after-tax contributions in an amount between 1% and 10% of their annualized compensation. Participants may also elect to make Roth contributions utilizing after-tax contributions. All contributions are subject to the maximum limits of the Internal Revenue Code (IRC). For the 2023 plan year, the Company contributes \$1 for each \$1 contributed by an eligible participant up to a maximum of 3% of their compensation, plus \$.50 for each \$1 contributed in excess of 3% of their compensation but not in excess of 6%. The maximum contribution is 4.5% of compensation.

Eligible employees who have attained the age of 50 before the close of a plan year shall be eligible to make catch-up contributions in accordance with, and subject to the limitations of, the IRC. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). Participants direct the investment of all contributions into various investment options offered by the Plan.

Vesting

Participants are immediately vested in their contributions and Company contributions plus actual earnings thereon.

Participant Accounts

Each participant's account is credited with the participant's contribution and the Company's contributions, as well as allocations of the Plan's earnings or losses. Participants are charged with an allocation of administrative expenses that are paid by the Plan. Expenses are allocated proportionally based on the value of account balances, an equal dollar amount based on the number of participants, or specific transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

Notes Receivable From Participants

Participants may borrow from their fund accounts, subject to certain limitations, a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Generally, terms range from one to five years; however, terms may range from one to 15 years if borrowing is for the purchase of a primary residence. Only one note per participant may be outstanding at any time. Principal and interest is paid ratably through payroll deductions. Interest charged on a participant's note is determined at the time the note is taken and is based upon the prevailing interest rate for a note of its type. The rates for the notes outstanding at December 31, 2023 range from 4.25% to 9.50%. Loans are secured by the balance in the participant's account.

Payment of Benefits

Upon termination of service for any reason, a participant is eligible to receive the vested interest in his or her account in a lump sum. If such vested interest is greater than \$5,000, then the participant may elect to receive a distribution in the form of installment payments. A financial hardship withdrawal can be made only for an immediate and heavy financial need that, among other things, cannot be satisfied through certain other sources available to the participant. In addition, a participant is eligible for in-service distributions starting at the age of 59.5 years.

2. Summary of Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisors and trustee. See Note 3 for discussion of fair value measurements.

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

Notes Receivable From Participants

Participant notes receivable are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Delinquent notes receivable are recorded as distributions based upon the terms of the Plan provisions. No allowance for credit losses has been recorded as of December 31, 2023 and 2022.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

Expenses

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

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS are recorded as a liability with a corresponding reduction to contributions.

Payment of Benefits

Benefits are recorded when paid.

Subsequent Events

The Plan has evaluated subsequent events for recognition or disclosure through October 15, 2024, the date the financial statements were available to be issued.

The Plan was amended on January 1, 2024 and had minimal changes, though the following represent the more significant changes to the Plan: the Company will now contribute \$1 for each \$1 contributed by an eligible participant up to a maximum of 3% of their compensation, plus 50% of the amount contributed between 3% and 5%. The maximum contribution is now 4.0% of compensation.

3. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under authoritative guidance are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:

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

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

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

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

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

The money market fund is valued at the quoted net asset value (NAV) of shares held by the Plan at year-end.

The mutual fund is valued at the daily closing price as reported by the fund. The mutual fund held by the Plan is an open-end mutual fund that is registered with the U.S. Securities and Exchange Commission. This fund is required to publish its daily NAV and to transact at that price. The mutual fund held by the Plan is deemed to be actively traded.

The common collective trust funds are valued at the NAV of units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

Self-directed brokeragelink accounts consist of cash equivalents, common stock, mutual funds and fixed income securities and are valued based upon the fair value of their underlying assets derived principally from quoted market prices and other observable inputs from or corroborated by observable market data by correlation or other means.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Assets at Fair Value as of December 31, 2023				
	Level 1	Level 2	Level 3	Total
Money market fund	\$ 17,754,078	\$ -	\$ -	\$ 17,754,078
Mutual fund	52,165,761	-	-	52,165,761
Brokeragelink accounts	15,107,307	73,962	-	15,181,269
Total assets in the fair value hierarchy	<u>\$ 85,027,146</u>	<u>\$ 73,962</u>	<u>\$ -</u>	85,101,108
Investments measured at net asset value (a)				<u>898,514,461</u>
Total investments at fair value				<u>\$ 983,615,569</u>

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements
December 31, 2023 and 2022

Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Money market fund	\$ 19,571,562	\$ -	\$ -	\$ 19,571,562
Mutual fund	50,928,232	-	-	50,928,232
Brokeragelink accounts	12,044,894	1,926,541	-	13,971,435
Total assets in the fair value hierarchy	<u>\$ 82,544,688</u>	<u>\$ 1,926,541</u>	<u>\$ -</u>	84,471,229
Investments measured at net asset value (a)				<u>771,340,811</u>
Total investments at fair value				<u>\$ 855,812,040</u>

- (a) In accordance with Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the Statements of Net Assets Available for Benefits.

Investments Measured Using NAV per Share Practical Expedient

The following table summarizes investments for which fair value is measured using NAV per share practical expedient as of December 31, 2023 and 2022. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

December 31, 2023				
	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Fidelity common collective trusts	\$ 207,022,118	N/A	Daily	None
State Street common collective trusts	561,125,539	N/A	Daily	None
GWK common collective trust	70,282,491	N/A	Daily	None
Prudential common collective trust	28,200,059	N/A	Daily	None
TSW common collective trust	30,558,915	N/A	Daily	None
Principal common collective trust	1,325,339	N/A	Daily	None
December 31, 2022				
	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Fidelity common collective trusts	\$ 171,114,106	N/A	Daily	None
State Street common collective trusts	479,465,261	N/A	Daily	None
GWK common collective trust	65,541,130	N/A	Daily	None
Prudential common collective trust	26,066,588	N/A	Daily	None
TSW common collective trust	27,381,293	N/A	Daily	None
Principal common collective trust	1,772,433	N/A	Daily	None

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

4. Information Certified by Trustee

The Plan Administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA for 2023 and 2022. Accordingly, Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, has certified to the completeness and accuracy of all investments reported in the accompanying Statements of Net Assets Available for Benefits as of December 31, 2023 and 2022, the supplemental Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) as of December 31, 2023, and the related investment activity reported in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2023.

5. Administration of Plan Assets

During the year ended December 31, 2023, the Plan's assets were administered under a contract with Vanguard, the trustee of the Plan. The trustee invests funds received from contributions, investment sales, interest and dividend income, and makes distribution payments to participants.

6. Related-Party and Party In Interest Transactions

Certain Plan investments are managed by Vanguard, the trustee of the Plan, and therefore, these transactions qualify as party in interest transactions. Fees incurred by the Plan for the investment manager services are included in net appreciation in the fair value of the investment, as they are paid through revenue sharing, rather than a direct payment. Additionally, the Plan issues notes to its participants which are secured by the participants' account balance. These transactions qualify as party in interest transactions that are exempt from the prohibited transaction rules.

Certain administrative functions are performed by officers or employees of the Company or its subsidiaries. No such officer or employee receives compensation from the Plan.

7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

8. Tax Status

The Plan adopted a volume submitter plan offered by The Vanguard Group, Inc. The volume submitter plan received an advisory letter dated June 30, 2020, that the Plan, and related trust are designed in accordance with the applicable sections of the IRC. The Plan Administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax exempt.

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

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

9. Risks and Uncertainties

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

As of December 31, 2023 and 2022, respectively, the Plan had investments of \$288,930,116 and \$223,306,619 that were concentrated in two funds.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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

EIN: 23-2414041 Plan Number: 005

December 31, 2023

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Mutual Fund	T. Rowe Price Institutional Large Cap Value Fund; Institutional Class	N/R	\$ 52,165,761
	Common Collective Trust Funds	Fidelity Growth Company Commingled Pool	N/R	153,708,302
		Fidelity Managed Income Portfolio II; Class 2	N/R	53,313,816
		GW&K Small/Mid Cap Collective Investment Fund	N/R	70,282,491
		Principal Diversified Real Asset CIT; Tier 1	N/R	1,325,339
		Prudential Core Plus Bond Fund; Class 5	N/R	28,200,059
		State Street Global All Cap Equity Ex-U.S. Index Securities Lending Series Fund; Class II	N/R	7,884,035
		State Street Russell Small Mid Cap Index Securities Lending Series Fund; Class II	N/R	16,070,515
		State Street S&P 500 Index Securities Lending Series Fund; Class II	N/R	135,221,814
		State Street Target Retirement Trust SL 2020; Class V	N/R	21,953,668
		State Street Target Retirement Trust SL 2025; Class V	N/R	41,358,815
		State Street Target Retirement Trust SL 2030; Class V	N/R	73,177,662
		State Street Target Retirement Trust SL 2035; Class V	N/R	62,035,080
		State Street Target Retirement Trust SL 2040; Class V	N/R	57,643,497
		State Street Target Retirement Trust SL 2045; Class V	N/R	44,999,890
		State Street Target Retirement Trust SL 2050; Class V	N/R	41,795,351
		State Street Target Retirement Trust SL 2055; Class V	N/R	25,395,965
		State Street Target Retirement Trust SL 2060; Class V	N/R	9,800,693
		State Street Target Retirement Trust SL 2065; Class V	N/R	633,314
		State Street Target Retirement Trust SL Income; Class V	N/R	12,892,404
		State Street U.S. Bond Index Securities Lending Series Fund; Class XIV	N/R	10,262,836
		TS&W International Large Cap Equity Trust; Class 1	N/R	30,558,915
		Total common collective trust funds		898,514,461
*	Brokeragelink Accounts	Self-Directed Brokerage Link Accounts	N/R	15,181,269
*	Money Market Fund	Vanguard Federal Money Market Fund		17,754,078
*	Participant Loans	Interest rates: 4.25% - 9.50%	\$0	8,206,844
				<u>\$ 991,822,413</u>

* A party in interest as defined by ERISA
N/R - cost omitted for participant directed investments

**Qurate Retail Group
401(k) Retirement Savings Plan for
QVC and HSN**

Financial Statements and
Supplementary Information

December 31, 2023 and 2022

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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December 31, 2023 and 2022

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Independent Auditors' Report

To the Participants and Plan Administrator of
Qurata Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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

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

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

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

Other Matter — Supplemental Schedule Required by ERISA

The supplemental schedule, Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) as of or 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Baker Tilly US, LLP

Philadelphia, Pennsylvania
October 15, 2024

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Statements of Net Assets Available for Benefits

December 31, 2023 and 2022

	2023	2022
Assets		
Investments at fair value	<u>\$ 983,615,569</u>	<u>\$ 855,812,040</u>
Receivables:		
Employer contributions	1,130,162	977,902
Participant contributions	96,133	95,064
Notes receivable from participants	<u>8,206,844</u>	<u>8,448,627</u>
Total receivables	<u>9,433,139</u>	<u>9,521,593</u>
Total assets	993,048,708	865,333,633
Liabilities		
Excess contributions payable	<u>265,538</u>	<u>-</u>
Net assets available for benefits	<u><u>\$ 992,783,170</u></u>	<u><u>\$ 865,333,633</u></u>

See notes to financial statements

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2023

Additions

Investment income:

Net appreciation in fair value of investments

\$ 158,503,834

Interest and dividends

6,015,199

Net investment income

164,519,033

Interest income on notes receivable from participants

456,757

Contributions:

Participants

34,685,618

Employer

16,936,558

Rollovers

2,472,662

Total contributions

54,094,838

Other Income

3,878

Total additions

219,074,506

Deductions

Benefits paid to participants

90,821,604

Administrative expenses

706,005

Total deductions

91,527,609

Transfers out, net (Note 1)

97,360

Net increase

127,449,537

Net Assets Available for Benefits

Beginning of year

865,333,633

End of year

\$ 992,783,170

See notes to financial statements

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

1. Description of the Plan

The following description of the Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN (the Plan) provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all eligible employees who are age 21 or older as of their first day of employment with QVC, Inc., and its domestic subsidiaries (the Company). Eligible employees may make elective contributions to the Plan immediately, but must complete one year of credited services (as defined in the plan document) to receive a Company matching contribution.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Company's Investment Committee is responsible for oversight of the Plan. The Investment Committee determines the appropriateness of the Plan's investment offerings and monitors investment performance.

The Company is considered to be a part of the Qurate Retail Group (QRG), which included Cornerstone Brands, Inc. and Zulily LLC (Zulily) during 2023. Zulily was a wholly owned subsidiary of QRG until its divestiture on May 24, 2023. Participants within QRG are permitted to transfer in or out of other plans sponsored by QRG based on company employment. Transfers out, net on the statement of changes in net assets available for benefits represents transfers into the Plan from other QRG Plans of \$721,299 and transfers out of the Plan to other QRG Plans of \$818,659 during the year ended December 31, 2023.

Employee Contributions and Company Matching Contribution

Eligible employees may elect to contribute an amount equal to not less than 1% and not more than 75% of their pre-tax annualized compensation. Participants are also permitted to make after-tax contributions in an amount between 1% and 10% of their annualized compensation. Participants may also elect to make Roth contributions utilizing after-tax contributions. All contributions are subject to the maximum limits of the Internal Revenue Code (IRC). For the 2023 plan year, the Company contributes \$1 for each \$1 contributed by an eligible participant up to a maximum of 3% of their compensation, plus \$.50 for each \$1 contributed in excess of 3% of their compensation but not in excess of 6%. The maximum contribution is 4.5% of compensation.

Eligible employees who have attained the age of 50 before the close of a plan year shall be eligible to make catch-up contributions in accordance with, and subject to the limitations of, the IRC. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). Participants direct the investment of all contributions into various investment options offered by the Plan.

Vesting

Participants are immediately vested in their contributions and Company contributions plus actual earnings thereon.

Participant Accounts

Each participant's account is credited with the participant's contribution and the Company's contributions, as well as allocations of the Plan's earnings or losses. Participants are charged with an allocation of administrative expenses that are paid by the Plan. Expenses are allocated proportionally based on the value of account balances, an equal dollar amount based on the number of participants, or specific transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

Notes Receivable From Participants

Participants may borrow from their fund accounts, subject to certain limitations, a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Generally, terms range from one to five years; however, terms may range from one to 15 years if borrowing is for the purchase of a primary residence. Only one note per participant may be outstanding at any time. Principal and interest is paid ratably through payroll deductions. Interest charged on a participant's note is determined at the time the note is taken and is based upon the prevailing interest rate for a note of its type. The rates for the notes outstanding at December 31, 2023 range from 4.25% to 9.50%. Loans are secured by the balance in the participant's account.

Payment of Benefits

Upon termination of service for any reason, a participant is eligible to receive the vested interest in his or her account in a lump sum. If such vested interest is greater than \$5,000, then the participant may elect to receive a distribution in the form of installment payments. A financial hardship withdrawal can be made only for an immediate and heavy financial need that, among other things, cannot be satisfied through certain other sources available to the participant. In addition, a participant is eligible for in-service distributions starting at the age of 59.5 years.

2. Summary of Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisors and trustee. See Note 3 for discussion of fair value measurements.

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

Notes Receivable From Participants

Participant notes receivable are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Delinquent notes receivable are recorded as distributions based upon the terms of the Plan provisions. No allowance for credit losses has been recorded as of December 31, 2023 and 2022.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

Expenses

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

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS are recorded as a liability with a corresponding reduction to contributions.

Payment of Benefits

Benefits are recorded when paid.

Subsequent Events

The Plan has evaluated subsequent events for recognition or disclosure through October 15, 2024, the date the financial statements were available to be issued.

The Plan was amended on January 1, 2024 and had minimal changes, though the following represent the more significant changes to the Plan: the Company will now contribute \$1 for each \$1 contributed by an eligible participant up to a maximum of 3% of their compensation, plus 50% of the amount contributed between 3% and 5%. The maximum contribution is now 4.0% of compensation.

3. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under authoritative guidance are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:

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

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

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

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements
December 31, 2023 and 2022

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

The money market fund is valued at the quoted net asset value (NAV) of shares held by the Plan at year-end.

The mutual fund is valued at the daily closing price as reported by the fund. The mutual fund held by the Plan is an open-end mutual fund that is registered with the U.S. Securities and Exchange Commission. This fund is required to publish its daily NAV and to transact at that price. The mutual fund held by the Plan is deemed to be actively traded.

The common collective trust funds are valued at the NAV of units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

Self-directed brokeragelink accounts consist of cash equivalents, common stock, mutual funds and fixed income securities and are valued based upon the fair value of their underlying assets derived principally from quoted market prices and other observable inputs from or corroborated by observable market data by correlation or other means.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Assets at Fair Value as of December 31, 2023				
	Level 1	Level 2	Level 3	Total
Money market fund	\$ 17,754,078	\$ -	\$ -	\$ 17,754,078
Mutual fund	52,165,761	-	-	52,165,761
Brokeragelink accounts	15,107,307	73,962	-	15,181,269
Total assets in the fair value hierarchy	<u>\$ 85,027,146</u>	<u>\$ 73,962</u>	<u>\$ -</u>	85,101,108
Investments measured at net asset value (a)				<u>898,514,461</u>
Total investments at fair value				<u>\$ 983,615,569</u>

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements
December 31, 2023 and 2022

Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Money market fund	\$ 19,571,562	\$ -	\$ -	\$ 19,571,562
Mutual fund	50,928,232	-	-	50,928,232
Brokeragelink accounts	12,044,894	1,926,541	-	13,971,435
Total assets in the fair value hierarchy	<u>\$ 82,544,688</u>	<u>\$ 1,926,541</u>	<u>\$ -</u>	84,471,229
Investments measured at net asset value (a)				<u>771,340,811</u>
Total investments at fair value				<u>\$ 855,812,040</u>

- (a) In accordance with Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the Statements of Net Assets Available for Benefits.

Investments Measured Using NAV per Share Practical Expedient

The following table summarizes investments for which fair value is measured using NAV per share practical expedient as of December 31, 2023 and 2022. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

December 31, 2023				
	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Fidelity common collective trusts	\$ 207,022,118	N/A	Daily	None
State Street common collective trusts	561,125,539	N/A	Daily	None
GWK common collective trust	70,282,491	N/A	Daily	None
Prudential common collective trust	28,200,059	N/A	Daily	None
TSW common collective trust	30,558,915	N/A	Daily	None
Principal common collective trust	1,325,339	N/A	Daily	None
December 31, 2022				
	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Fidelity common collective trusts	\$ 171,114,106	N/A	Daily	None
State Street common collective trusts	479,465,261	N/A	Daily	None
GWK common collective trust	65,541,130	N/A	Daily	None
Prudential common collective trust	26,066,588	N/A	Daily	None
TSW common collective trust	27,381,293	N/A	Daily	None
Principal common collective trust	1,772,433	N/A	Daily	None

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

4. Information Certified by Trustee

The Plan Administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA for 2023 and 2022. Accordingly, Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, has certified to the completeness and accuracy of all investments reported in the accompanying Statements of Net Assets Available for Benefits as of December 31, 2023 and 2022, the supplemental Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) as of December 31, 2023, and the related investment activity reported in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2023.

5. Administration of Plan Assets

During the year ended December 31, 2023, the Plan's assets were administered under a contract with Vanguard, the trustee of the Plan. The trustee invests funds received from contributions, investment sales, interest and dividend income, and makes distribution payments to participants.

6. Related-Party and Party In Interest Transactions

Certain Plan investments are managed by Vanguard, the trustee of the Plan, and therefore, these transactions qualify as party in interest transactions. Fees incurred by the Plan for the investment manager services are included in net appreciation in the fair value of the investment, as they are paid through revenue sharing, rather than a direct payment. Additionally, the Plan issues notes to its participants which are secured by the participants' account balance. These transactions qualify as party in interest transactions that are exempt from the prohibited transaction rules.

Certain administrative functions are performed by officers or employees of the Company or its subsidiaries. No such officer or employee receives compensation from the Plan.

7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

8. Tax Status

The Plan adopted a volume submitter plan offered by The Vanguard Group, Inc. The volume submitter plan received an advisory letter dated June 30, 2020, that the Plan, and related trust are designed in accordance with the applicable sections of the IRC. The Plan Administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax exempt.

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

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

9. Risks and Uncertainties

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

As of December 31, 2023 and 2022, respectively, the Plan had investments of \$288,930,116 and \$223,306,619 that were concentrated in two funds.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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

EIN: 23-2414041 Plan Number: 005

December 31, 2023

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Mutual Fund	T. Rowe Price Institutional Large Cap Value Fund; Institutional Class	N/R	\$ 52,165,761
	Common Collective Trust Funds	Fidelity Growth Company Commingled Pool	N/R	153,708,302
		Fidelity Managed Income Portfolio II; Class 2	N/R	53,313,816
		GW&K Small/Mid Cap Collective Investment Fund	N/R	70,282,491
		Principal Diversified Real Asset CIT; Tier 1	N/R	1,325,339
		Prudential Core Plus Bond Fund; Class 5	N/R	28,200,059
		State Street Global All Cap Equity Ex-U.S. Index Securities Lending Series Fund; Class II	N/R	7,884,035
		State Street Russell Small Mid Cap Index Securities Lending Series Fund; Class II	N/R	16,070,515
		State Street S&P 500 Index Securities Lending Series Fund; Class II	N/R	135,221,814
		State Street Target Retirement Trust SL 2020; Class V	N/R	21,953,668
		State Street Target Retirement Trust SL 2025; Class V	N/R	41,358,815
		State Street Target Retirement Trust SL 2030; Class V	N/R	73,177,662
		State Street Target Retirement Trust SL 2035; Class V	N/R	62,035,080
		State Street Target Retirement Trust SL 2040; Class V	N/R	57,643,497
		State Street Target Retirement Trust SL 2045; Class V	N/R	44,999,890
		State Street Target Retirement Trust SL 2050; Class V	N/R	41,795,351
		State Street Target Retirement Trust SL 2055; Class V	N/R	25,395,965
		State Street Target Retirement Trust SL 2060; Class V	N/R	9,800,693
		State Street Target Retirement Trust SL 2065; Class V	N/R	633,314
		State Street Target Retirement Trust SL Income; Class V	N/R	12,892,404
		State Street U.S. Bond Index Securities Lending Series Fund; Class XIV	N/R	10,262,836
		TS&W International Large Cap Equity Trust; Class 1	N/R	30,558,915
		Total common collective trust funds		898,514,461
*	Brokeragelink Accounts	Self-Directed Brokerage Link Accounts	N/R	15,181,269
*	Money Market Fund	Vanguard Federal Money Market Fund		17,754,078
*	Participant Loans	Interest rates: 4.25% - 9.50%	\$0	8,206,844
				<u>\$ 991,822,413</u>

* A party in interest as defined by ERISA
N/R - cost omitted for participant directed investments

**Qurate Retail Group
401(k) Retirement Savings Plan for
QVC and HSN**

Financial Statements and
Supplementary Information

December 31, 2023 and 2022

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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December 31, 2023 and 2022

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Independent Auditors' Report

To the Participants and Plan Administrator of
Qurata Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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

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

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the year ended December 31, 2023, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

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

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

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

Other Matter — Supplemental Schedule Required by ERISA

The supplemental schedule, Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) as of or 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion:

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

Baker Tilly US, LLP

Philadelphia, Pennsylvania
October 15, 2024

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Statements of Net Assets Available for Benefits

December 31, 2023 and 2022

	2023	2022
Assets		
Investments at fair value	<u>\$ 983,615,569</u>	<u>\$ 855,812,040</u>
Receivables:		
Employer contributions	1,130,162	977,902
Participant contributions	96,133	95,064
Notes receivable from participants	<u>8,206,844</u>	<u>8,448,627</u>
Total receivables	<u>9,433,139</u>	<u>9,521,593</u>
Total assets	993,048,708	865,333,633
Liabilities		
Excess contributions payable	<u>265,538</u>	<u>-</u>
Net assets available for benefits	<u><u>\$ 992,783,170</u></u>	<u><u>\$ 865,333,633</u></u>

See notes to financial statements

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2023

Additions

Investment income:

Net appreciation in fair value of investments

\$ 158,503,834

Interest and dividends

6,015,199

Net investment income

164,519,033

Interest income on notes receivable from participants

456,757

Contributions:

Participants

34,685,618

Employer

16,936,558

Rollovers

2,472,662

Total contributions

54,094,838

Other Income

3,878

Total additions

219,074,506

Deductions

Benefits paid to participants

90,821,604

Administrative expenses

706,005

Total deductions

91,527,609

Transfers out, net (Note 1)

97,360

Net increase

127,449,537

Net Assets Available for Benefits

Beginning of year

865,333,633

End of year

\$ 992,783,170

See notes to financial statements

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

1. Description of the Plan

The following description of the Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN (the Plan) provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all eligible employees who are age 21 or older as of their first day of employment with QVC, Inc., and its domestic subsidiaries (the Company). Eligible employees may make elective contributions to the Plan immediately, but must complete one year of credited services (as defined in the plan document) to receive a Company matching contribution.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Company's Investment Committee is responsible for oversight of the Plan. The Investment Committee determines the appropriateness of the Plan's investment offerings and monitors investment performance.

The Company is considered to be a part of the Qurate Retail Group (QRG), which included Cornerstone Brands, Inc. and Zulily LLC (Zulily) during 2023. Zulily was a wholly owned subsidiary of QRG until its divestiture on May 24, 2023. Participants within QRG are permitted to transfer in or out of other plans sponsored by QRG based on company employment. Transfers out, net on the statement of changes in net assets available for benefits represents transfers into the Plan from other QRG Plans of \$721,299 and transfers out of the Plan to other QRG Plans of \$818,659 during the year ended December 31, 2023.

Employee Contributions and Company Matching Contribution

Eligible employees may elect to contribute an amount equal to not less than 1% and not more than 75% of their pre-tax annualized compensation. Participants are also permitted to make after-tax contributions in an amount between 1% and 10% of their annualized compensation. Participants may also elect to make Roth contributions utilizing after-tax contributions. All contributions are subject to the maximum limits of the Internal Revenue Code (IRC). For the 2023 plan year, the Company contributes \$1 for each \$1 contributed by an eligible participant up to a maximum of 3% of their compensation, plus \$.50 for each \$1 contributed in excess of 3% of their compensation but not in excess of 6%. The maximum contribution is 4.5% of compensation.

Eligible employees who have attained the age of 50 before the close of a plan year shall be eligible to make catch-up contributions in accordance with, and subject to the limitations of, the IRC. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). Participants direct the investment of all contributions into various investment options offered by the Plan.

Vesting

Participants are immediately vested in their contributions and Company contributions plus actual earnings thereon.

Participant Accounts

Each participant's account is credited with the participant's contribution and the Company's contributions, as well as allocations of the Plan's earnings or losses. Participants are charged with an allocation of administrative expenses that are paid by the Plan. Expenses are allocated proportionally based on the value of account balances, an equal dollar amount based on the number of participants, or specific transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

Notes Receivable From Participants

Participants may borrow from their fund accounts, subject to certain limitations, a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Generally, terms range from one to five years; however, terms may range from one to 15 years if borrowing is for the purchase of a primary residence. Only one note per participant may be outstanding at any time. Principal and interest is paid ratably through payroll deductions. Interest charged on a participant's note is determined at the time the note is taken and is based upon the prevailing interest rate for a note of its type. The rates for the notes outstanding at December 31, 2023 range from 4.25% to 9.50%. Loans are secured by the balance in the participant's account.

Payment of Benefits

Upon termination of service for any reason, a participant is eligible to receive the vested interest in his or her account in a lump sum. If such vested interest is greater than \$5,000, then the participant may elect to receive a distribution in the form of installment payments. A financial hardship withdrawal can be made only for an immediate and heavy financial need that, among other things, cannot be satisfied through certain other sources available to the participant. In addition, a participant is eligible for in-service distributions starting at the age of 59.5 years.

2. Summary of Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisors and trustee. See Note 3 for discussion of fair value measurements.

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

Notes Receivable From Participants

Participant notes receivable are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Delinquent notes receivable are recorded as distributions based upon the terms of the Plan provisions. No allowance for credit losses has been recorded as of December 31, 2023 and 2022.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

Expenses

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

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS are recorded as a liability with a corresponding reduction to contributions.

Payment of Benefits

Benefits are recorded when paid.

Subsequent Events

The Plan has evaluated subsequent events for recognition or disclosure through October 15, 2024, the date the financial statements were available to be issued.

The Plan was amended on January 1, 2024 and had minimal changes, though the following represent the more significant changes to the Plan: the Company will now contribute \$1 for each \$1 contributed by an eligible participant up to a maximum of 3% of their compensation, plus 50% of the amount contributed between 3% and 5%. The maximum contribution is now 4.0% of compensation.

3. Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under authoritative guidance are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:

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

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

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

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements
December 31, 2023 and 2022

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

The money market fund is valued at the quoted net asset value (NAV) of shares held by the Plan at year-end.

The mutual fund is valued at the daily closing price as reported by the fund. The mutual fund held by the Plan is an open-end mutual fund that is registered with the U.S. Securities and Exchange Commission. This fund is required to publish its daily NAV and to transact at that price. The mutual fund held by the Plan is deemed to be actively traded.

The common collective trust funds are valued at the NAV of units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

Self-directed brokeragelink accounts consist of cash equivalents, common stock, mutual funds and fixed income securities and are valued based upon the fair value of their underlying assets derived principally from quoted market prices and other observable inputs from or corroborated by observable market data by correlation or other means.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2023 and 2022:

Assets at Fair Value as of December 31, 2023				
	Level 1	Level 2	Level 3	Total
Money market fund	\$ 17,754,078	\$ -	\$ -	\$ 17,754,078
Mutual fund	52,165,761	-	-	52,165,761
Brokeragelink accounts	15,107,307	73,962	-	15,181,269
Total assets in the fair value hierarchy	<u>\$ 85,027,146</u>	<u>\$ 73,962</u>	<u>\$ -</u>	85,101,108
Investments measured at net asset value (a)				<u>898,514,461</u>
Total investments at fair value				<u>\$ 983,615,569</u>

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements
December 31, 2023 and 2022

Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Money market fund	\$ 19,571,562	\$ -	\$ -	\$ 19,571,562
Mutual fund	50,928,232	-	-	50,928,232
Brokeragelink accounts	12,044,894	1,926,541	-	13,971,435
Total assets in the fair value hierarchy	<u>\$ 82,544,688</u>	<u>\$ 1,926,541</u>	<u>\$ -</u>	84,471,229
Investments measured at net asset value (a)				<u>771,340,811</u>
Total investments at fair value				<u>\$ 855,812,040</u>

- (a) In accordance with Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the Statements of Net Assets Available for Benefits.

Investments Measured Using NAV per Share Practical Expedient

The following table summarizes investments for which fair value is measured using NAV per share practical expedient as of December 31, 2023 and 2022. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

December 31, 2023				
	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Fidelity common collective trusts	\$ 207,022,118	N/A	Daily	None
State Street common collective trusts	561,125,539	N/A	Daily	None
GWK common collective trust	70,282,491	N/A	Daily	None
Prudential common collective trust	28,200,059	N/A	Daily	None
TSW common collective trust	30,558,915	N/A	Daily	None
Principal common collective trust	1,325,339	N/A	Daily	None
December 31, 2022				
	Fair Value	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Fidelity common collective trusts	\$ 171,114,106	N/A	Daily	None
State Street common collective trusts	479,465,261	N/A	Daily	None
GWK common collective trust	65,541,130	N/A	Daily	None
Prudential common collective trust	26,066,588	N/A	Daily	None
TSW common collective trust	27,381,293	N/A	Daily	None
Principal common collective trust	1,772,433	N/A	Daily	None

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

4. Information Certified by Trustee

The Plan Administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA for 2023 and 2022. Accordingly, Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, has certified to the completeness and accuracy of all investments reported in the accompanying Statements of Net Assets Available for Benefits as of December 31, 2023 and 2022, the supplemental Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) as of December 31, 2023, and the related investment activity reported in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2023.

5. Administration of Plan Assets

During the year ended December 31, 2023, the Plan's assets were administered under a contract with Vanguard, the trustee of the Plan. The trustee invests funds received from contributions, investment sales, interest and dividend income, and makes distribution payments to participants.

6. Related-Party and Party In Interest Transactions

Certain Plan investments are managed by Vanguard, the trustee of the Plan, and therefore, these transactions qualify as party in interest transactions. Fees incurred by the Plan for the investment manager services are included in net appreciation in the fair value of the investment, as they are paid through revenue sharing, rather than a direct payment. Additionally, the Plan issues notes to its participants which are secured by the participants' account balance. These transactions qualify as party in interest transactions that are exempt from the prohibited transaction rules.

Certain administrative functions are performed by officers or employees of the Company or its subsidiaries. No such officer or employee receives compensation from the Plan.

7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

8. Tax Status

The Plan adopted a volume submitter plan offered by The Vanguard Group, Inc. The volume submitter plan received an advisory letter dated June 30, 2020, that the Plan, and related trust are designed in accordance with the applicable sections of the IRC. The Plan Administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax exempt.

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

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

Notes to Financial Statements

December 31, 2023 and 2022

9. Risks and Uncertainties

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

As of December 31, 2023 and 2022, respectively, the Plan had investments of \$288,930,116 and \$223,306,619 that were concentrated in two funds.

Qurate Retail Group 401(k) Retirement Savings Plan for QVC and HSN

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

EIN: 23-2414041 Plan Number: 005

December 31, 2023

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Mutual Fund	T. Rowe Price Institutional Large Cap Value Fund; Institutional Class	N/R	\$ 52,165,761
	Common Collective Trust Funds	Fidelity Growth Company Commingled Pool	N/R	153,708,302
		Fidelity Managed Income Portfolio II; Class 2	N/R	53,313,816
		GW&K Small/Mid Cap Collective Investment Fund	N/R	70,282,491
		Principal Diversified Real Asset CIT; Tier 1	N/R	1,325,339
		Prudential Core Plus Bond Fund; Class 5	N/R	28,200,059
		State Street Global All Cap Equity Ex-U.S. Index Securities Lending Series Fund; Class II	N/R	7,884,035
		State Street Russell Small Mid Cap Index Securities Lending Series Fund; Class II	N/R	16,070,515
		State Street S&P 500 Index Securities Lending Series Fund; Class II	N/R	135,221,814
		State Street Target Retirement Trust SL 2020; Class V	N/R	21,953,668
		State Street Target Retirement Trust SL 2025; Class V	N/R	41,358,815
		State Street Target Retirement Trust SL 2030; Class V	N/R	73,177,662
		State Street Target Retirement Trust SL 2035; Class V	N/R	62,035,080
		State Street Target Retirement Trust SL 2040; Class V	N/R	57,643,497
		State Street Target Retirement Trust SL 2045; Class V	N/R	44,999,890
		State Street Target Retirement Trust SL 2050; Class V	N/R	41,795,351
		State Street Target Retirement Trust SL 2055; Class V	N/R	25,395,965
		State Street Target Retirement Trust SL 2060; Class V	N/R	9,800,693
		State Street Target Retirement Trust SL 2065; Class V	N/R	633,314
		State Street Target Retirement Trust SL Income; Class V	N/R	12,892,404
		State Street U.S. Bond Index Securities Lending Series Fund; Class XIV	N/R	10,262,836
		TS&W International Large Cap Equity Trust; Class 1	N/R	30,558,915
		Total common collective trust funds		898,514,461
*	Brokeragelink Accounts	Self-Directed Brokerage Link Accounts	N/R	15,181,269
*	Money Market Fund	Vanguard Federal Money Market Fund		17,754,078
*	Participant Loans	Interest rates: 4.25% - 9.50%	\$0	8,206,844
				<u>\$ 991,822,413</u>

* A party in interest as defined by ERISA
N/R - cost omitted for participant directed investments