

<p style="text-align: center;">Form 5500</p> <p style="font-size: small;">Department of the Treasury Internal Revenue Service</p> <hr/> <p style="font-size: small;">Department of Labor Employee Benefits Security Administration</p> <hr/> <p style="font-size: x-small;">Pension Benefit Guaranty Corporation</p>	<p>Annual Return/Report of Employee Benefit Plan</p> <p style="font-size: x-small;">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).</p> <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	<p style="font-size: x-small;">OMB Nos. 1210-0110 1210-0089</p> <hr/> <p style="font-size: large; font-weight: bold; text-align: center;">2023</p> <hr/> <p style="text-align: center; font-weight: bold;">This Form is Open to Public Inspection</p>
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Part I Annual Report Identification Information
 For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

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) _____

B This return/report is: the first return/report the final return/report

an amended return/report a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here.

D Check box if filing under: Form 5558 automatic extension the DFVC program

special extension (enter description)

E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here.

Part II Basic Plan Information—enter all requested information

<p>1a Name of plan <u>RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION PICTURE ARTS & SCIENCES</u></p>	<p>1b Three-digit plan number (PN) ▶ <u>001</u></p>
<p>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) <u>ACADEMY OF MOTION PICTURE ARTS & SCIENCES</u></p> <p><u>8949 WILSHIRE BLVD</u> <u>BEVERLY HILLS, CA 90211-1907</u></p>	<p>1c Effective date of plan <u>07/01/1958</u></p> <p>2b Employer Identification Number (EIN) <u>95-0473280</u></p> <p>2c Plan Sponsor's telephone number <u>310-247-3000</u></p> <p>2d Business code (see instructions) <u>813000</u></p>

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.	04/14/2025	ANDREW HORN
	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 <input type="checkbox"/> Same as Plan Sponsor ACADEMY OF MOTION PICTURE ARTS & SCIENCES 8949 WILSHIRE BLVD BEVERLY HILLS, CA 90211-1907		3b Administrator's EIN 95-0473280
		3c Administrator's telephone number 310-247-3000
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	656
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).		
a(1) Total number of active participants at the beginning of the plan year	6a(1)	488
a(2) Total number of active participants at the end of the plan year	6a(2)	460
b Retired or separated participants receiving benefits	6b	30
c Other retired or separated participants entitled to future benefits	6c	161
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d	651
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	1
f Total. Add lines 6d and 6e	6f	652
g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item)	6g(1)	
g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g(2)	
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h	24
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
1A 1C

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)	9b Plan benefit arrangement (check all that apply)
(1) <input type="checkbox"/> Insurance	(1) <input type="checkbox"/> Insurance
(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts	(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts
(3) <input checked="" type="checkbox"/> Trust	(3) <input checked="" type="checkbox"/> Trust
(4) <input type="checkbox"/> General assets of the sponsor	(4) <input type="checkbox"/> General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules		b General Schedules	
(1) <input checked="" type="checkbox"/> R (Retirement Plan Information)		(1) <input checked="" type="checkbox"/> H (Financial Information)	
(2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary		(2) <input type="checkbox"/> I (Financial Information – Small Plan)	
(3) <input checked="" type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		(3) <input type="checkbox"/> A (Insurance Information) – Number Attached <u>0</u>	
(4) <input type="checkbox"/> DCG (Individual Plan Information) – Number Attached _____		(4) <input checked="" type="checkbox"/> C (Service Provider Information)	
(5) <input type="checkbox"/> MEP (Multiple-Employer Retirement Plan Information)		(5) <input checked="" type="checkbox"/> D (DFE/Participating Plan Information)	
		(6) <input type="checkbox"/> 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 SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

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

A Name of plan <u>RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION PICTURE ARTS & SCIENCES</u>	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>ACADEMY OF MOTION PICTURE ARTS & SCIENCES</u>	D Employer Identification Number (EIN) <u>95-0473280</u>	
E Type of plan: <input checked="" type="checkbox"/> Single <input type="checkbox"/> Multiple-A <input type="checkbox"/> Multiple-B	F Prior year plan size: <input type="checkbox"/> 100 or fewer <input type="checkbox"/> 101-500 <input checked="" type="checkbox"/> More than 500	

Part I Basic Information

1	Enter the valuation date: Month <u>07</u> Day <u>01</u> Year <u>2023</u>		
2	Assets:		
	a Market value	2a	<u>32927085</u>
	b Actuarial value	2b	<u>32927085</u>
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target
	a For retired participants and beneficiaries receiving payment	<u>29</u>	<u>11706567</u>
	b For terminated vested participants	<u>142</u>	<u>4714605</u>
	c For active participants	<u>485</u>	<u>22273995</u>
	d Total	<u>656</u>	<u>38695167</u>
4	If the plan is in at-risk status, check the box and complete lines (a) and (b)		
	a Funding target disregarding prescribed at-risk assumptions	4a	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b	
5	Effective interest rate	5	<u>5.18 %</u>
6	Target normal cost		
	a Present value of current plan year accruals	6a	<u>2210649</u>
	b Expected plan-related expenses	6b	<u>0</u>
	c Target normal cost	6c	<u>2210649</u>

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

SIGN HERE <u>ERIC H. NELSON</u> Signature of actuary <u>PWC US CONSULTING LLP</u> Firm name <u>ONE NORTH WACKER DRIVE</u> <u>CHICAGO, IL 60606</u> Address of the firm	<u>04/10/2025</u> Date <u>23-07194</u> Most recent enrollment number <u>312-298-2000</u> Telephone number (including area code)
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions

Part II Beginning of Year Carryover and Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	2213	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	2213	0
10	Interest on line 9 using prior year's actual return of <u>5.48</u> %	121	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		1092393
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.35</u> %		58443
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		1150836
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	2334	0

Part III Funding Percentages			
14	Funding target attainment percentage	14	83.77 %
15	Adjusted funding target attainment percentage	15	83.77 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	80.82 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls		18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees		
10/31/2023	2156250	0					
08/27/2024	2000000	0					
			Totals ▶	18(b)	4156250	18(c)	0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
	a Contributions allocated toward unpaid minimum required contributions from prior years.	19a 0
	b Contributions made to avoid restrictions adjusted to valuation date	19b 0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 4003351
20	Quarterly contributions and liquidity shortfalls:	
	a Did the plan have a "funding shortfall" for the prior year?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	c If line 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
		(4) 4th
		0

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

21 Discount rate:

a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %	<input type="checkbox"/> N/A, full yield curve used
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b Applicable month (enter code)..... **21b** 0

22 Weighted average retirement age **22** 64

23 Mortality table(s) (see instructions) Prescribed - combined Prescribed - separate Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment..... Yes No

25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. Yes No

26 Demographic and benefit information

a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. Yes No

b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ... Yes No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment..... **27**

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6c).....	31a	2210649
b Excess assets, if applicable, but not greater than line 31a	31b	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	6377506	665659
b Waiver amortization installment	0	0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount

34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)..... **34** 2876308

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0

36 Additional cash requirement (line 34 minus line 35)..... **36** 2876308

37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)..... **37** 4003351

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	38a	1127043
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0

39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)

40 Unpaid minimum required contributions for all years

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

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

SCHEDULE C (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning **07/01/2023** and ending **06/30/2024**

A Name of plan RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION PICTURE ARTS & SCIENCES	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 ACADEMY OF MOTION PICTURE ARTS & SCIENCES	D Employer Identification Number (EIN) 95-0473280	

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... Yes No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

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

CHARLES SCHWAB & CO., INC.

94-1737782

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

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

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

CHARLES SCHWAB TRUST BANK

82-3967259

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 19 52 59	TRUSTEE	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	2311	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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

CHARLES SCHWAB & CO., INC.

94-1737782

(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?
33 62	BROKERAGE	4	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

(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 <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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
CHARLES SCHWAB TRUST BANK	59	1141
(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.
GQG PARTNERS INC	450 EAST LAS OLAS BOULEVARD FORT LAUDERDALE, FL 33301	SHAREHOLDER RELATED SERVICES AND CUSTODY FEES.
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
CHARLES SCHWAB TRUST BANK	59	771
(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.
BROWN CAPITAL MANAGEMENT, LLC	1201 N CALVERT ST BALTIMORE, MD 21202	SHAREHOLDER RELATED SERVICES AND CUSTODY FEES.
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
CHARLES SCHWAB BANK	59	399
(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.
FPA	04-3118452	SHAREHOLDER RELATED SERVICES AND CUSTODY FEES.

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
CHARLES SCHWAB & CO., INC.	59	0
(d) Enter name and EIN (address) of source of indirect compensation FPA 04-3118452	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. RANGE OF 0.00 - 0.02% OF AVERAGE DAILY BALANCE OF ASSETS.	
(a) Enter service provider name as it appears on line 2 CHARLES SCHWAB & CO., INC.	(b) Service Codes (see instructions) 59	(c) Enter amount of indirect compensation 0
(d) Enter name and EIN (address) of source of indirect compensation BROWN CAPITAL MANAGEMENT, LLC 1201 N CALVERT ST BALTIMORE, MD 21202	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. RANGE OF 0.00 - 0.02% OF AVERAGE DAILY BALANCE OF ASSETS.	
(a) Enter service provider name as it appears on line 2 CHARLES SCHWAB & CO., INC.	(b) Service Codes (see instructions) 59	(c) Enter amount of indirect compensation 0
(d) Enter name and EIN (address) of source of indirect compensation GQG PARTNERS INC 450 EAST LAS OLAS BOULEVARD FORT LAUDERDALE, FL 33301	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. RANGE OF 0.00 - 0.02% OF AVERAGE DAILY BALANCE OF ASSETS	

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
CHARLES SCHWAB & CO., INC.	59	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.	
CLIFFWATER LLC 477 MADISON AVE 16TH FLOOR NEW YORK, NY 10022	RATE OF 0.15% OF AVERAGE DAILY BALANCE OF ASSET(S)	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	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 <hr/> 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

A Name of plan <u>RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION PICTURE ARTS & SCIENCES</u>	B Three-digit plan number (PN)	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>ACADEMY OF MOTION PICTURE ARTS & SCIENCES</u>	D Employer Identification Number (EIN) <u>95-0473280</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>GMO MULTI-STRATEGY FUND (ONSHORE)</u>	
b Name of sponsor of entity listed in (a):	<u>GMO MULTI-STRATEGY FUND (ONSHORE)</u>	
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)
<u>01-0745810-001</u>	<u>E</u>	<u>375069</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

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

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

c EIN-PN

d Entity code

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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
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For calendar plan year 2023 or fiscal plan year beginning **07/01/2023** and ending **06/30/2024**

A Name of plan RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION PICTURE ARTS & SCIENCES	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 ACADEMY OF MOTION PICTURE ARTS & SCIENCES	D Employer Identification Number (EIN) 95-0473280

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.

		(a) Beginning of Year	(b) End of Year
Assets			
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	1843750	2004438
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1601680	1129924
(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)	8284639	9421694
(6) Real estate (other than employer real property)	1c(6)	2038107	1733164
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(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)	365467	375069
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	18825282	23241297
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	32958925	37905586
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	32958925	37905586

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)	4156016	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2)	2a(3)		4156016
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)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(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)	836619	
(D) Total dividends. Add lines 2b(2)(A), (B), and (C)	2b(2)(D)		836619
(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)	-304943	
(B) Other	2b(5)(B)	2759380	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		9602
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-200404
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		7256270

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	2292865	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		2292865
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses:			
(1) Salaries and allowances.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees.....	2i(5)	16744	
(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)		
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		16744
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		2309609

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		4946661
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: PRICEWATERHOUSECOOPERS LLP

(2) EIN: 13-4008324

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.)		X	
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.)		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		5000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
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?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
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.)	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? Yes No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

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

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 535944.

SCHEDULE R (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

A Name of plan RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION PICTURE ARTS & SCIENCES	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 ACADEMY OF MOTION PICTURE ARTS & SCIENCES	D Employer Identification Number (EIN) <u>95-0473280</u>	

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	<u>0</u>
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): <u>22-3513863</u>		
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	<u>17</u>

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

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: <input type="checkbox"/> last contributing employer <input type="checkbox"/> alternative <input type="checkbox"/> reasonable approximation (see instructions for required attachment)	14a	
b The plan year immediately preceding the current plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14b	
c The second preceding plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....	14c	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment.....

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

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

19 If the total number of participants is 1,000 or more, complete lines (a) and (b):

a Enter the percentage of plan assets held as:
 Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____%
 High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____%

b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:
 0-5 years 5-10 years 10-15 years 15 years or more

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

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

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:
 Yes.
 No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.
 No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.
 No. Other. Provide explanation.....

Part VII IRS Compliance Questions

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

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).
 Design-based safe harbor method
 "Prior year" ADP test
 "Current year" ADP test
 N/A

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

ACCOUNTANT'S OPINION AND FINANCIAL STATEMENTS

Schedule H, Line 3

PLAN NAME: RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION
PICTURE ARTS & SCIENCES

EIN: 95-0473280

PLAN NUMBER: 001

Academy of Motion Picture Arts & Sciences -- Retirement Plan for Employees of the Academy
of Motion Picture Arts & Sciences, Financial Statements, 6/30/2024.

**Retirement Plan for the
Employees of the Academy of
Motion Picture Arts
and Sciences**

**Financial Statements and Supplemental Schedules
June 30, 2024 and 2023**

**Retirement Plan for the Employees of the
Academy of Motion Picture Arts and Sciences
Index
June 30, 2024 and 2023**

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Report of Independent Auditors

To the Administrator of the Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

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

We have performed an audit of the accompanying financial statements of the Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences (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 June 30, 2024 and 2023, and the related statements of changes in net assets available for benefits for the years then ended including the related notes (collectively referred to as the "financial statements").

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

Management has obtained certifications from a qualified institution as of June 30, 2024 and 2023 and for the years then ended, stating that the certified investment information, as described in Note 6 to the financial statements, is complete and accurate.

Opinion

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

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



Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the 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 audit. 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 US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

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

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



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

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

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

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

Other Matter – Supplemental Schedules Required by ERISA

Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of June 30, 2024 and Schedule H, Line 4j - Schedule of Reportable Transactions for the year ended June 30, 2024 ("supplemental schedules"), are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to the 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 US GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.



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

- the form and content of the supplemental schedules, other than the information in the supplemental schedules that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedules related to assets held by and certified to by a qualified 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).

PricewaterhouseCoopers LLP

Los Angeles, California
April 3, 2025

**Retirement Plan for the Employees of the
Academy of Motion Picture Arts and Sciences
Statements of Net Assets Available for Benefits
June 30, 2024 and 2023**

	2024	2023
Assets		
Investments, at fair value		
Cash equivalents	\$ 879,924	\$ 1,492,144
Mutual funds	17,443,890	13,296,600
Other investments	9,796,763	8,650,106
Unit investment trusts	5,797,407	5,528,682
Real estate fund	1,733,164	2,038,107
Total investments	<u>35,651,148</u>	<u>31,005,639</u>
Cash	250,000	109,536
Employer contributions receivable	<u>2,004,438</u>	<u>1,843,750</u>
Net assets available for benefits	<u>\$ 37,905,586</u>	<u>\$ 32,958,925</u>

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

**Retirement Plan for the Employees of the
Academy of Motion Picture Arts and Sciences
Statements of Changes in Net Assets Available for Benefits
Years Ended June 30, 2024 and 2023**

	2024	2023
Additions to net assets attributed to		
Investment income		
Net appreciation in fair value of investments	\$ 2,263,634	\$ 929,080
Dividends	<u>836,619</u>	<u>722,748</u>
Total investment income	3,100,253	1,651,828
Employer contributions	<u>4,156,017</u>	<u>4,143,750</u>
Total additions	<u>7,256,270</u>	<u>5,795,578</u>
Deductions from assets attributed to		
Benefit payments	2,292,865	5,249,089
Custodian and administrative expenses	<u>16,744</u>	<u>16,146</u>
Total deductions	<u>2,309,609</u>	<u>5,265,235</u>
Net increase	4,946,661	530,343
Net assets available for benefits		
Beginning of year	<u>32,958,925</u>	<u>32,428,582</u>
End of year	<u>\$ 37,905,586</u>	<u>\$ 32,958,925</u>

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

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

1. Description of the Plan

The following brief description of the Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences (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 noncontributory defined benefit plan covering employees of the Academy of Motion Picture Arts and Sciences, Academy Foundation, Archival Foundation, Academy Museum Foundation, and Vine Street Archive Foundation (collectively, the "Company"). The Plan is subject to the Employment Retirement Income Security Act of 1974 ("ERISA").

The Plan is administered by the Company. The Plan's investments are administered by the Company's Investment Committee ("Committee"), which is a committee of the Board of Governors of the Company. The Company has overall responsibility for the operation and administration of the Plan. The Committee determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Company's Board of Governors.

JP Morgan Chase Bank, N.A. ("JPMCB") is the trustee of the Plan's real estate fund investment. Grantham Mayo van Otterloo ("GMO"), is the trustee of the Plan's GMO private investments. Charles Schwab Trust Bank is the trustee of investment securities other than the real estate fund and GMO private investments.

Effective July 1, 2013, the Plan was amended whereby the defined benefit was converted to a cash balance benefit for all employees under the age of 55 at the effective date ("Cash Balance"). For those participants 55 years or older, there were no changes to the benefits ("Legacy").

Eligibility

Employees of the Company are eligible to become participants of the Plan on the earliest of January 1 or July 1 following the date on which the employee has attained age 21, been employed with the Company for twelve months, and completed at least 1,000 Hours of Service (as defined in the plan document) in the applicable eligibility period. The applicable eligibility period is initially the twelve-month period after initial employment. After the initial twelve-month period, the eligibility period to complete 1,000 hours of Service is July 1 to June 30.

Retirement

Normal retirement is at age 65 or the fifth anniversary of the date of participation in the Plan (as defined in the plan document), whichever is later. Early retirement at reduced benefits is available for participants who have completed three years of service and left the employment of the Company prior to normal retirement age.

Benefits – Legacy

Normal retirement benefits are determined in accordance with the Plan, the maximum monthly benefit being one and three-quarters percent (1.75%) of the first \$800 of the participant's average monthly compensation, plus two and one-fourth percent (2.25%) of such compensation in excess of \$800 multiplied by years of benefit service to a maximum of 45 years. When expressed as a monthly amount, a benefit shall not exceed the lesser of (1) \$17,500, or (2) 100% of the participant's average monthly compensation for the three consecutive calendar years when the total compensation paid to the participant was the highest. Participants also have the option of

**Retirement Plan for the Employees of the
Academy of Motion Picture Arts and Sciences
Notes to Financial Statements
June 30, 2024 and 2023**

electing to receive their benefits in the form of a lump-sum amount instead of the monthly benefit described above.

Benefits – Cash Balance

Effective July 1, 2013, a hypothetical account is maintained for each participant in which contributions are credited for the benefit of the individual. Participants who were actively employed on July 1, 2013 were credited with a lump-sum opening balance equivalent to the present value of the accrued pension benefit under the Plan’s prior provisions. Annually, Cash Balance participants will receive a compensation credit for a Plan Year equal to 6% of compensation for the Plan Year. An additional compensation credit will be made for certain participants, as follows: (a) if you were age 45 to age 49 on July 1, 2013, 1% of your compensation, or (b) if you were age 50 to age 54 on July 1, 2013, 2% of your compensation.

Each account will be credited annually with an interest adjustment. The interest adjustment for a Plan Year is determined by multiplying (1) the value of the Account Balance on the immediately preceding allocation date (typically, June 30th) by (2) the actual rate of return of the Plan’s total assets minus 50 basis points (0.50%) (but capped at the market rate of return). Market rate of return is the total gain or loss of the Plan investments over the Plan year, as a percentage increase over the Plan year beginning investment income balance.

Vesting

Legacy participants became vested in their accrued benefits based on the following schedule:

	Percentage Vested
Years of service	
3 but less than 4	20 %
4 but less than 5	40 %
5 but less than 6	60 %
6 but less than 7	80 %
7 or more	100 %

Cash Balance participants become vested in their accrued benefits based on the following schedule:

	Percentage Vested
Years of service	
Fewer than 3	0 %
3 or more	100 %

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan agreement to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- (1) Benefits attributable to employee contributions, if any, taking into account those paid out before termination.
- (2) Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination.
- (3) Other vested benefits insured by the Pension Benefit Guaranty Corporation ("PBGC"), a U.S. government agency, up to the applicable limitations.
- (4) All other vested benefits (that is, vested benefits not insured by the PBGC).
- (5) All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC. Generally, the PBGC guarantees most vested normal retirement age benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefits that the PBGC guarantees. For Plan terminations occurring during 2024 and 2023, that ceiling is \$7,108 and \$6,750 a month, respectively. That ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years of age at the time of retirement or Plan termination, whichever comes later. For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC.

Expenses of the Plan

Trustee administrative expenses are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from the financial statements. Fees related to the administration of disbursements are included in the administrative expenses. Administrative expenses also include fees paid directly by the Plan for investment advisor costs.

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

2. Summary of Accounting Policies

Basis of Accounting

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

Investment Valuation and Income Recognition

Investments in mutual funds are valued at fair market value based on quoted market prices. Unit investment trusts are valued at fair market value based on quoted market prices. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Interest income is recorded on the accrual basis.

As disclosed in Note 5, the Plan invests in certain investments, with a fair value of \$11,529,927 and \$10,688,213, as of June 30, 2024 and 2023, respectively, which are not exchange-traded. The fair value of the units of the Plan's investments are determined by the fund manager at each valuation date. The Company's Investment Committee determines the Plan's valuation policies utilizing information obtained from its investment advisors and trustees.

The Plan presents in the statements of changes in net assets available for benefits the net appreciation in the fair value of its investments, which consists of the realized gains or losses and the unrealized appreciation (depreciation) on those investments. See Note 5 for discussion of fair value measurements.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures at the date of the financial statements, the actuarial present value of accumulated plan benefits and changes therein, and the reported amounts of changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

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 values of investments may decline for a number of reasons, including changes in prevailing market and interest rates, increases in defaults and credit rating downgrades. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risk in the near term could materially affect the amounts reported in the statements of net assets available for benefits and the statements of changes in the net assets available for benefits.

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

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump sum distributions, that are attributable under the Plan's provisions to the services employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are accumulated based on employees' compensation during each year of credited services. The accumulated plan benefits for active employees will equal the accumulation, with interest, of the annual benefit accruals as of the benefit information date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included, to the extent they are deemed attributable to employee service rendered to the beginning of the plan year (the "Valuation Date"). The actuarial present value of accumulated plan benefits is determined by an independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the Valuation Date and the expected date of payment.

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

The more significant assumptions underlying the actuarial valuations as of and for the Plan Year beginning July 1, 2023 and 2022 were:

Assumption	July 1,2023	July 1,2022
Interest Rate (expected return on investments)	7.00%	7.00%
Cash balance interest crediting rate	6.50%	6.50%
Turnover	Sex-distinct rates starting at about 12% for males and 21% for females at age 20 decreasing slowly to 0% for males and females at age 55, for both years.	
Retirement	Annual rates of retirement of 5% for ages 55 to 64, 25% for ages 65 to 67 and 100% for age 68 and older, for both years.	
Payment from election assumption	100% of Cash Balance Participants who leave employment due to retirement or termination elect an immediate lump sum cash-out and 50% of Legacy Participants who leave employment due to retirement or termination elect an immediate lump sum cash-out and 50% elect the single life annuity form of payment commencing immediately for retirement and deferred to age 65 for termination. 100% of current terminated vested Legacy Participants elect the single life annuity form of payment deferred to age 65 and 100% of the current terminated vested Cash Balance Participants elect the lump sum cash at the end of the year. These assumptions are the same for both years.	
Lump sum conversion assumptions as required by the IRC §417(e)(3) as of the benefit information date	Interest: July 2023 per IRS Notice 2023-53 3.22%,4.22%, 4.34% Mortality: For expected lump sum distributions during the plan year ending June 30, 2024, the 2023 Applicable Mortality Table, per IRS Notice 2022-22.	Interest: July 2022 per IRS Notice 2022-32 1.14%, 2.89%, 3.44% Mortality: For expected lump sum distributions during the plan year ending June 30, 2023, the 2022 Applicable Mortality Table, per IRS Notice 2020-85. For expected lump sum distributions occurring after June 30, 2023, the 2023 Applicable Mortality Table, per IRS Notice 2022-22.
Mortality Assumption	Pri-2012 Employee, Retiree, and Contingent Survivor Mortality Tables for males and females (Total Dataset), with generational projections of mortality improvements (Scale MP-2021) from base year of 2012.	Pri-2012 Employee, Retiree, and Contingent Survivor Mortality Tables for males and females (Total Dataset), with generational projections of mortality improvements (Scale MP-2021) from base year of 2012.

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. The computations of the actuarial present value of accumulated plan benefits were made as of the plan year beginning July 1, 2023 and 2022. Had the valuations been performed as of June 30, there would be no material differences.

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

3. Federal Income Tax Status

The Plan has implemented the mandatory provisions of the Coronavirus Aid, Relief, and Economic Security Act (the CARES Act), the Setting Every Community Up for Retirement Enhancement Act of 2019 (the SECURE Act), and the SECURE 2.0 Act of 2022. Written amendments to the Plan to reflect these operational changes will be adopted at a later date in accordance with applicable law and IRS guidance.

A favorable determination letter was received from the Internal Revenue Service on March 4, 2016 regarding the tax status of the Plan. The Plan Document has been amended. Although the Plan Document has been amended, the Plan administrator believes that the Plan is designed, and is currently being operated in compliance with the applicable requirements of the Internal Revenue Code, and therefore believe that the Plan is qualified and thus tax-exempt. Therefore, no provision for federal income taxes has been recorded in the accompanying financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 30, 2024, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. Plan management believes that the Plan is no longer subject to income tax examinations for years prior to 2021.

4. Funding Policy

The Plan requires that Company contributions be sufficient to enable the Plan to continue to qualify for tax-exempt status under the applicable provisions of the IRC and to fund benefits under the Plan on an actuarially sound basis. Contributions to the Plan for the years ended June 30, 2024 and 2023 met the minimum funding requirements of ERISA.

5. Fair Value Measurements

Fair value refers to the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants in the market in which the reporting entity transacts. Fair value is based on the assumptions market participants would use when pricing the asset or liability and establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Observable inputs are inputs that market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The three levels of the fair value hierarchy are:

Level 1 Quoted prices in active markets for assets or liabilities that the Plan has the ability to access at the measurement date. An active market for the asset is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis. A quoted price in an active market provides the most reliable evidence of fair value and is used to measure fair value whenever available.

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

Level 2 Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs include quoted prices for similar assets or liabilities in markets that are either active or inactive, inputs other than quoted prices that are observable for the asset or liability, or inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 Inputs are unobservable for the asset or liability. Unobservable inputs are used to measure fair value to the extent that observable inputs are not available. Unobservable inputs reflect the Company's own assumptions about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk). Unobservable inputs are developed based on the best information available in the circumstances.

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

Valuation Methodologies

Following is a description for the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used as of June 30, 2024 and 2023.

Mutual Funds

The Plan's mutual fund holdings include equity based funds, fixed income based funds, and funds which are commonly known as 'absolute return' funds. Generally, the fair values of shares in mutual funds are based on inputs that are quoted prices in active markets for identical assets and, therefore, have been categorized in Level 1 in the fair value hierarchy.

Other Investments

Other investments consist of absolute return hedge funds, private credit funds, private equity fund, and a real estate fund. These funds are private funds. The fair values of other investments are based upon net asset value (NAV) as a practical expedient for fair value as reported by the investment manager. One of the hedge funds is actively managed to achieve the goal of generating positive returns that are independent of the markets. The other fund's investment objective is to deliver a high level of absolute return consistent with preservation of capital. Both funds will implement a diversity of strategies which, in the aggregate, attempt to provide lower volatility and lower correlation than the broader general markets. The private equity fund seeks to generate attractive long-term returns through bottom-up, fundamental research and focused, long-term investments in emerging market equities. The private credit funds are invested in debt securities and are actively managed. The real estate fund is composed of investments in a pool of real estate properties.

Unit Investment Trusts

The Plan's unit investment trust holdings are exchange traded funds which hold equities. Generally, the fair values of shares in unit investment trusts are based on inputs that are quoted prices in active markets for identical assets and, therefore, have been categorized in Level 1 in the fair value hierarchy.

Real Estate Fund

The Plan's real estate fund consists of an investment in a fund composed of investments in a pool of real estate properties. The real estate fund is valued based on the NAV per share as a practical

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

Notes to Financial Statements

June 30, 2024 and 2023

expedient for fair value multiplied by the number of shares held by the Plan, without further adjustment. The NAV per share is provided by JPMCB. This fund is not held by the Trustee.

The following table presents the Plan's investments measured at fair value on a recurring basis classified using the fair value hierarchy:

	Investment Balance at June 30, 2024	Level 1	Level 2	Level 3
Cash equivalents	\$ 879,924	\$ 879,924	\$ -	\$ -
Mutual funds				
Global equity mutual fund	6,526,558	6,526,558	-	-
Core fixed income mutual funds	3,350,260	3,350,260	-	-
Large cap core mutual fund	2,102,523	2,102,523	-	-
Small cap core mutual fund	951,178	951,178	-	-
Inflation protected mutual funds	2,140,100	2,140,100	-	-
Alternative investment mutual funds	2,106,705	2,106,705	-	-
Private credit mutual funds	266,566	266,566	-	-
Unit investment trusts				
Large cap core exchange-traded fund	1,798,846	1,798,846	-	-
Risk parity exchange traded fund	3,998,561	3,998,561	-	-
Other investments				
Private equity fund	1,708,593 (a)	-	-	-
Absolute return hedge funds	7,240,388 (a)	-	-	-
Real estate fund held by Trustee	332,803 (a)	-	-	-
Private credit funds	514,979 (a)	-	-	-
Real estate fund held by JPMC	1,733,164 (a)	-	-	-
Total investments at fair value	<u>\$ 35,651,148</u>	<u>\$ 24,121,221</u>	<u>\$ -</u>	<u>\$ -</u>

	Investment Balance at June 30, 2023	Level 1	Level 2	Level 3
Cash equivalents	\$ 1,492,144	\$ 1,492,144	\$ -	\$ -
Mutual funds				
Global equity mutual fund	5,145,295	5,145,295	-	-
Core fixed income mutual funds	2,365,558	2,365,558	-	-
Large cap core mutual fund	1,612,103	1,612,103	-	-
Small cap core mutual fund	796,668	796,668	-	-
Inflation protected mutual funds	1,535,250	1,535,250	-	-
Alternative investment mutual funds	1,841,726	1,841,726	-	-
Unit investment trusts				
Large cap core exchange-traded fund	1,478,793	1,478,793	-	-
Risk parity exchange traded fund	4,049,889	4,049,889	-	-
Other investments				
Private equity fund	1,385,641 (a)	-	-	-
Absolute return hedge funds	6,506,528 (a)	-	-	-
Real estate fund held by Trustee	298,798 (a)	-	-	-
Private credit fund	459,139 (a)	-	-	-
Real estate fund held by JPMC	2,038,107 (a)	-	-	-
Total investments at fair value	<u>\$ 31,005,639</u>	<u>\$ 20,317,426</u>	<u>\$ -</u>	<u>\$ -</u>

**Retirement Plan for the Employees of the
Academy of Motion Picture Arts and Sciences
Notes to Financial Statements
June 30, 2024 and 2023**

- a. Certain investments that are valued using the net asset value per share as a practical expedient for fair value have not been classified in the fair value hierarchy in accordance with ASC 820, Fair Value Measurement. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in statements of net assets available for benefits.

The following table summarizes the investments measured at fair value based on NAV per share as a practical expedient for fair value as of June 30, 2024 and 2023:

	Fair Value	Unfunded Commitments	Redemption Frequency (If Currently Eligible)	Redemption Notice
June 30, 2024				
Real estate fund held by JPMC	\$ 1,733,164	None	Quarterly	45 Days
Other investments				
Real estate fund held by Trustee	332,803	28,600	Not applicable	Not applicable
Absolute return hedge fund 1	375,069	None	Monthly	14 Days
Absolute return hedge fund 2	6,865,319	None	Quarterly	90 Days
Private fund - equity	1,708,593	None	Monthly	30 Days
Private credit fund 1	408,030	18,500	Not applicable	Not applicable
Private credit fund 2	98,499	430,000	Not applicable	Not applicable
Private credit fund 3	8,450	240,500	Not applicable	Not applicable
	<u>\$ 11,529,927</u>			
June 30, 2023				
Real estate fund held by JPMC	\$ 2,038,107	\$ -	Quarterly	45 Days
Other investments				
Real estate fund held by Trustee	298,798	61,186	Not applicable	Not applicable
Absolute return hedge fund 1	365,467	-	Monthly	14 Days
Absolute return hedge fund 2	6,141,061	-	Quarterly	90 Days
Private fund - equity	1,385,641	-	Monthly	30 Days
Private credit fund 1	459,139	23,000	Not applicable	Not applicable
	<u>\$ 10,688,213</u>			

6. Information Certified by Trustee

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information included in the financial statements and disclosures, and the information in the supplemental

**Retirement Plan for the Employees of the
Academy of Motion Picture Arts and Sciences
Notes to Financial Statements
June 30, 2024 and 2023**

schedules were certified by Charles Schwab Trust Bank, trustee of the Plan at June 30, 2024 and 2023, for the years ended June 30, 2024 and 2023:

	2024	2023
Cash equivalents	\$ 879,924	\$ 1,492,144
Mutual funds	15,337,185	11,454,874
Unit Investment Trusts	5,797,407	5,528,682
Other Investments	9,243,177 (a)	8,038,102 (a)
Cash	250,000	109,536
Net appreciation (depreciation) in fair value of investments	2,505,687	679,209
Dividends	676,041	634,533

- a. Certain other investments are reported by Trustee on a lag and have been updated to fair value at June 30, 2024 and 2023 based on most recent fund manager reporting.

7. Party-In-Interest Transactions

Certain Plan investments represent funds invested in or maintained by Schwab, GMO, JPMCB, and Advanced Research Investment Solutions Consulting LLC, the Plan's investment advisor. These investments represent exempt party-in-interest transactions.

The Plan paid certain expenses related to plan operations and investment activity to various service providers. These transactions are party in interest transactions under ERISA.

8. Actuarial Present Value of Accumulated Plan Benefits

The actuarial present value of accumulated Plan benefits at July 1, 2023 is as follows:

Actuarial present value of accumulated plan benefits

Vested benefits	
Active members	\$ 21,542,599
Retirees and beneficiaries	10,036,740
Other vested participants	<u>4,497,093</u>
Total vested benefits	36,076,432
Nonvested benefits	<u>579,511</u>
Total actuarial present value of accumulated Plan benefits	<u>\$ 36,655,943</u>

**Retirement Plan for the Employees of the
Academy of Motion Picture Arts and Sciences
Notes to Financial Statements
June 30, 2024 and 2023**

The following accounts for the change in the present value of accumulated Plan benefits during the year ended July 1, 2023:

Actuarial present value of accumulated plan benefits at July 1, 2022	\$ 38,047,476
Benefits paid	(5,249,089)
Benefits accumulated and actuarial experience	2,419,748
Changes in actuarial assumptions	(1,044,904)
Increase in interest due to decrease in the discount period	<u>2,482,712</u>
Actuarial present value of accumulated plan benefits at July 1, 2023	<u>\$ 36,655,943</u>

9. Subsequent Events

The Plan has performed an evaluation of subsequent events through April 3, 2025, which is the date the financial statements were available to be issued.

On February 5, 2025, the Company amended the Plan to reduce the annual compensation credit for a Plan Year to 3% of compensation for all employees hired or rehired after April 1, 2025.

Supplemental Schedules

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

EIN 95-0473280

Plan 001

Schedule H, Line 4i – Schedule of Assets (Held at End of Year) – June 30, 2024

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	(d) Cost	(e) Current Value
*	Schwab Treasury Obligated Money Fund	Cash Equivalents	\$ 879,924	\$ 879,924
	Vanguard Total World Stock Fund	Mutual Fund	2,095,454	2,413,332
	DoubleLine Total Return Fund	Mutual Fund	2,517,647	2,196,437
	FPA New Income Fund	Mutual Fund	1,171,981	1,153,823
	DFA Emerging Markets Core Equity Fund	Mutual Fund	1,278,733	1,384,487
	DFA Inflation Protected Securities Fund	Mutual Fund	2,281,470	2,140,100
*	GMO Quality Fund	Mutual Fund	1,790,285	2,102,523
	Brown Capital Management International Fund	Mutual Fund	1,062,078	1,024,168
	GQG Partners Global Quality Fund	Mutual Fund	1,273,757	1,704,571
	Vanguard Small Cap Value Index Fund	Mutual Fund	898,884	951,178
*	GMO Benchmark Free Fund - III **	Mutual Fund	1,797,705	2,106,705
	Cliffwater Corporate Lending Fund	Mutual Fund	257,061	266,566
	Vanguard Dividend Appreciation Fund	Unit Investment Trust	955,188	1,798,846
*	Tidal ETF Trust - RPAR Risk Parity ETF	Unit Investment Trust	4,319,190	3,998,561
*	JPMCB Strategic Property Fund	Real Estate Fund	1,646,457	1,733,164
	WGI Emerging Markets Fund, LLC	Other Investments	1,542,261	1,708,593
*	GMO Multi Strategy Fund **	Other Investments	242,562	375,069
	Evoke Industrial Real Estate Fund II	Other Investments	214,709	332,803
	King Street Global Drawdown, L.P.	Other Investments	311,911	408,030
	Banner Ridge Secondary Fund 5 Offshore L.P.	Other Investments	72,669	98,499
	RREF V Debt Domestic Investors L.P.	Other Investments	9,661	8,450
*	Advanced Research Alpha Fund	Other Investments	4,530,982	6,865,319
		Total investments		<u>\$ 35,651,148</u>

* Party-in-interest.

** GMO funds not certified by Charles Schwab Trust Bank, the trustee.

Other than the JPMCB Strategic Property Fund and GMO funds**, this schedule was certified to be complete and accurate by Charles Schwab Trust Bank, the trustee.

Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences

EIN 95-0473280

Plan 001

Schedule H, Line 4j – Schedule of Reportable Transactions – Year Ended June 30, 2024

Under ERISA, a reportable transaction is defined as a transaction or series of transactions during the Plan year that involves more than 5% of the fair value of the Plan’s net assets at the beginning of the Plan year, with certain exceptions.

(a) Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred With Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
Series of transactions								
Schwab Treasury Obligated Money Fund (33 Sales)	Mutual Fund	\$ -	\$ 5,720,026	\$ -	\$ -	\$ 5,720,026	\$ 5,720,026	\$ -
Schwab Treasury Obligated Money Fund (19 Purchases)	Mutual Fund	5,107,806	-	-	-	5,107,806	5,107,806	-
Single Transactions								
Schwab Treasury Obligated Money Fund (1 Sale)	Mutual Fund	\$ -	\$ 2,765,000	\$ -	\$ -	\$ 2,765,000	\$ 2,765,000	\$ -
Schwab Treasury Obligated Money Fund (1 Purchase)	Mutual Fund	4,000,000	-	-	-	4,000,000	4,000,000	-

This schedule was certified to be complete and accurate by Charles Schwab Trust Bank, the trustee.

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, line 26a – Schedule of Active Participant Data
EIN / PN: 95-0473280 / 001

Age Last Birthday	<u>Completed Years of Credited Service</u>										<u>Total</u>
	<u>Under 1</u>	<u>1-4</u>	<u>5-9</u>	<u>10-14</u>	<u>15-19</u>	<u>20-24</u>	<u>25-29</u>	<u>30-34</u>	<u>35-39</u>	<u>40+</u>	
Under 25	0	20	0	0	0	0	0	0	0	0	20
25-29	0	79	2	0	0	0	0	0	0	0	81
30-34	0	62	8	2	0	0	0	0	0	0	72
35-39	0	52	21	14	1	0	0	0	0	0	88
40-44	0	31	12	17	6	0	0	0	0	0	66
45-49	0	11	12	3	5	5	0	0	0	0	36
50-54	0	21	3	6	6	4	7	0	0	0	47
55-59	0	14	3	4	1	3	3	2	1	0	31
60-64	0	7	4	3	6	5	3	2	2	0	32
65-69	0	1	1	1	0	1	1	1	2	0	8
70 & Up	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>1</u>	<u>0</u>	<u>4</u>
Total	0	298	66	50	27	19	14	5	6	0	485

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Statement of Actuarial Assumptions/Methods
EIN / PN: 95-0473280 / 001

A. Actuarial Assumptions for IRS Funding Purposes

Valuation date	July 1, 2023.																								
Valuation interest rates	1st segment rate: 4.75% 2nd segment rate: 5.00% 3rd segment rate: 5.74%																								
Mortality	2023 Static Non-Annuitant and Annuitant Mortality Rates for males and females, per IRS Notice 2022-22.																								
Salary Scale	Not applicable, as current year normal cost is based on rate of pensionable earnings at the valuation date.																								
Turnover	Prior to age 55, illustrative rates are as follows: <table border="0" style="margin-left: 40px;"> <thead> <tr> <th style="text-align: left;"><u>Age</u></th> <th style="text-align: left;"><u>Male</u></th> <th style="text-align: left;"><u>Female</u></th> </tr> </thead> <tbody> <tr> <td>20</td> <td>12.39%</td> <td>21.20%</td> </tr> <tr> <td>25</td> <td>9.70%</td> <td>15.80%</td> </tr> <tr> <td>30</td> <td>7.50%</td> <td>11.60%</td> </tr> <tr> <td>35</td> <td>5.66%</td> <td>8.40%</td> </tr> <tr> <td>40</td> <td>4.14%</td> <td>6.20%</td> </tr> <tr> <td>45</td> <td>2.75%</td> <td>4.20%</td> </tr> <tr> <td>50</td> <td>1.35%</td> <td>2.60%</td> </tr> </tbody> </table>	<u>Age</u>	<u>Male</u>	<u>Female</u>	20	12.39%	21.20%	25	9.70%	15.80%	30	7.50%	11.60%	35	5.66%	8.40%	40	4.14%	6.20%	45	2.75%	4.20%	50	1.35%	2.60%
<u>Age</u>	<u>Male</u>	<u>Female</u>																							
20	12.39%	21.20%																							
25	9.70%	15.80%																							
30	7.50%	11.60%																							
35	5.66%	8.40%																							
40	4.14%	6.20%																							
45	2.75%	4.20%																							
50	1.35%	2.60%																							
Retirement age	Rates varying by age as follows: <table border="0" style="margin-left: 40px;"> <thead> <tr> <th style="text-align: left;"><u>Age</u></th> <th style="text-align: left;"><u>Rate</u></th> </tr> </thead> <tbody> <tr> <td>55 - 64</td> <td>5%</td> </tr> <tr> <td>65 - 67</td> <td>25%</td> </tr> <tr> <td>68 and older</td> <td>100%</td> </tr> </tbody> </table>	<u>Age</u>	<u>Rate</u>	55 - 64	5%	65 - 67	25%	68 and older	100%																
<u>Age</u>	<u>Rate</u>																								
55 - 64	5%																								
65 - 67	25%																								
68 and older	100%																								
Expenses	\$0 per year.																								
Expected rate of return on plan assets	7.00% per year, subject to the limitation under Section III.B. of IRS Notice 2009-22 (the applicable 3 rd segment rate).																								
Annual cash balance investment credits	Expected rate of return on plan assets minus 50 basis points.																								
Lump sum interest rates	Segment rates equal to the valuation interest rates, as required by Internal Revenue Code Section 430.																								
Lump sum mortality	2023 Applicable Mortality Table, per IRS Notice 2022-22.																								
Employees included in the valuation	All employees eligible to participate in the plan as of the valuation date.																								
Marital status	50% of participants are assumed to be married, with wives assumed to be three years younger than husbands.																								

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Statement of Actuarial Assumptions/Methods
EIN / PN: 95-0473280 / 001

A. Actuarial Assumptions for IRS Funding Purposes (continued)

Election of options

For Legacy Participants (final average pay formula):

50% of Legacy Participants retiring on or after age 55 are assumed to elect an immediate lump sum distribution. The other 50% of such participants are assumed to elect an immediate single life annuity.

All Legacy Participants terminating employment before age 55 and after the valuation date are assumed to elect an immediate lump sum distribution.

Legacy Participants who have terminated with a vested benefit prior to the valuation date, and who have not yet elected to commence benefits, are assumed to elect a single life annuity, commencing at age 65.

Lump sums are valued as the actuarial equivalent of the participant's immediate retirement benefit, based on the valuation's lump sum interest rate and mortality assumptions.

For Cash Balance Participants:

100% of Cash Balance Participants terminating employment or retiring from active employment after the valuation date are assumed to elect an immediate lump sum distribution.

Cash Balance Participants who have terminated with a vested benefit prior to the valuation date, and who have not yet elected to commence benefits, are assumed to elect a lump sum benefit commencing 1 year after the valuation date.

Changes from prior valuation

The valuation interest rates (including assumed lump sum interest rates) for determining the minimum required contribution and AFTAP changed from rates of 4.75%, 5.18%, and 5.92% to segment rates of 4.75%, 5.00%, and 5.74%.

The mortality assumption was updated to the 2023 separate static tables from the 2022 optional combined tables. The lump sum mortality table was updated to the 2023 Applicable Mortality Table.

The provision for expenses was reduced to \$0, as administrative expenses are no longer paid from trust assets.

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Statement of Actuarial Assumptions/Methods
EIN / PN: 95-0473280 / 001

B. Actuarial Methods for IRS Funding Purposes

1. Actuarial Cost Method

The actuarial cost method for funding calculations is the Unit Credit method. Under this method the funding target liability is calculated as the actuarial present value of accrued benefits as of the valuation date. The funding target normal cost is the actuarial present value of the benefits to be earned during the valuation year.

2. Asset Valuation Method

The actuarial value of assets is equal to the market value of assets, including receivable contributions discounted with interest to the valuation date.

3. Changes From Prior Valuation

The actuarial cost method is unchanged from the prior year.

The asset valuation method is unchanged from the prior year.

SCHEDULE OF REPORTABLE TRANSACTIONS

Schedule H, Line 4j

PLAN NAME: RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION
PICTURE ARTS & SCIENCES

EIN: 95-0473280

PLAN NUMBER: 001

The Schedule H, line 4j -- Schedule of Reportable Transactions is included in the attachment
titled ACCOUNTANT'S OPINION AND FINANCIAL STATEMENTS.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <hr/> <small>Department of Labor Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	<small>OMB No. 1210-0110</small> <hr/> 2023 <hr/> This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 07/01/2023 and ending 06/30/2024

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

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

A Name of plan RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION PICTURE ARTS & SCIENCES	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ACADEMY OF MOTION PICTURE ARTS & SCIENCES	D Employer Identification Number (EIN) 95-0473280	
E Type of plan: <input checked="" type="checkbox"/> Single <input type="checkbox"/> Multiple-A <input type="checkbox"/> Multiple-B	F Prior year plan size: <input type="checkbox"/> 100 or fewer <input type="checkbox"/> 101-500 <input checked="" type="checkbox"/> More than 500	

Part I	Basic Information		
1	Enter the valuation date:	Month <u>07</u> Day <u>01</u> Year <u>2023</u>	
2	Assets:		
	a Market value.....	2a	32,927,085
	b Actuarial value	2b	32,927,085
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target
	a For retired participants and beneficiaries receiving payment	29	11,706,567
	b For terminated vested participants.....	142	4,714,605
	c For active participants.....	485	22,273,995
	d Total	656	38,695,167
4	If the plan is in at-risk status, check the box and complete lines (a) and (b)..... <input type="checkbox"/>		
	a Funding target disregarding prescribed at-risk assumptions.....	4a	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b	
5	Effective interest rate.....	5	5.18%
6	Target normal cost		
	a Present value of current plan year accruals.....	6a	2,210,649
	b Expected plan-related expenses	6b	0
	c Target normal cost.....	6c	2,210,649

Statement by Enrolled Actuary

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

SIGN HERE		
	Signature of actuary	<u>04/10/2025</u> Date
<u>Eric H. Nelson</u>	Type or print name of actuary	<u>2307194</u> Most recent enrollment number
<u>PwC US Consulting LLP</u>	Firm name	<u>312-298-2000</u> Telephone number (including area code)
<u>One North Wacker Drive</u>		
<u>Chicago IL 60606</u>	Address of the firm	

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

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

21 Discount rate:

a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %	<input type="checkbox"/> N/A, full yield curve used
-------------------------	------------------------	------------------------	------------------------	---

b Applicable month (enter code)..... **21b** 0

22 Weighted average retirement age **22** 64

23 Mortality table(s) (see instructions) Prescribed - combined Prescribed - separate Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. Yes No

25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. Yes No

26 Demographic and benefit information

a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. Yes No

b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ... Yes No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment **27**

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6c).....	31a	2,210,649
b Excess assets, if applicable, but not greater than line 31a	31b	0

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	6,377,506	665,659
b Waiver amortization installment	0	0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount **33**

34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....	34	2,876,308
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	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....			0
36 Additional cash requirement (line 34 minus line 35)			2,876,308
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....			4,003,351

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	38a	1,127,043
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0

39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0
40 Unpaid minimum required contributions for all years.....	40	0

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

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

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, line 19 – Discounted Employer Contributions
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Valuation Date: July 1, 2023
2023 Effective Interest Rate (for period of standard discount): 5.18%
2023 Penalty Interest Rate (for period of underpayment): 10.18%

A total amount of \$4,156,250 was contributed for the plan year beginning July 1, 2023 and ending June 30, 2024.

<u>Date of Contribution</u>	<u>Amount of Contribution</u>	<u>Period of Underpayment (days)</u>	<u>Period of Standard Discount (days)</u>	<u>Discount Factor</u>	<u>Portion of Contribution Discounted to the Valuation Date</u>
10/31/2023	\$647,169	16	106	0.981312	\$635,075
10/31/2023	\$1,509,081	0	122	0.983307	\$1,483,890
08/27/2024	\$432,426	43	380	0.938170	\$405,689
08/27/2024	<u>\$1,567,574</u>	0	423	0.943303	<u>\$1,478,697</u>
	\$4,156,250				\$4,003,351

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, line 22 – Description of Weighted Average Retirement Age
EIN / PN: 95-0473280 / 001

<u>Age</u>	<u>Ret. Rates</u>	<u>Lives</u>	<u>Retiring</u>	
55	5.00%	100,000.00	5,000.00	2.7500
56	5.00%	95,000.00	4,750.00	2.6600
57	5.00%	90,250.00	4,512.50	2.5721
58	5.00%	85,737.50	4,286.88	2.4864
59	5.00%	81,450.63	4,072.53	2.4028
60	5.00%	77,378.09	3,868.90	2.3213
61	5.00%	73,509.19	3,675.46	2.2420
62	5.00%	69,833.73	3,491.69	2.1648
63	5.00%	66,342.04	3,317.10	2.0898
64	5.00%	63,024.94	3,151.25	2.0168
65	25.00%	59,873.69	14,968.42	9.7295
66	25.00%	44,905.27	11,226.32	7.4094
67	25.00%	33,678.95	8,419.74	5.6412
68	100.00%	25,259.21	25,259.21	17.1763

Weighted Average Retirement Age **63.66**

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Summary of Plan Provisions
EIN / PN: 95-0473280 / 001

The plan provisions used to determine the plan funding requirements were based upon the provisions of the plan in effect on July 1, 2023. A summary of the major plan provisions is presented below.

<u>Effective Date</u>	July 1, 1958. Restatement July 1, 2013.
<u>Eligibility</u>	January 1 or July 1 following the date on which employee attains age 21 and completes 1,000 hours of service. Active plan participants who were at least age 55 at July 1, 2013 are Legacy Participants under the Plan and continue to earn benefits under the Legacy (final average pay) formula. Active plan participants who were under age 55 at July 1, 2013, or who become plan participants on or after July 1, 2013 are Cash Balance Participants under the Plan.

Eligibility for Retirement Benefits

Normal Retirement	Age 65, or if later, 5th anniversary of participation.
Early Retirement	Three years of vesting service.
Late Retirement	Termination subsequent to normal retirement.
Termination of employment prior to retirement (vesting).	Three years of vesting service.

Benefit Accruals

Legacy Benefit	1.75% of final monthly salary up to \$800 plus 2.25% of the excess per year of service, to a maximum of 45 years of Benefit Service. Final average compensation is defined as the average total compensation earned during the last 5 years of employment prior to termination, with each year limited by the Internal Revenue Code Section 401(a)(17) limit.
Account Balance Benefit	The sum of the opening account balance and cash balance accounts, adjusted for interest, where: The opening account balance, for active plan participants as of July 1, 2013 who were under age 55, is determined as the lump sum actuarial equivalent of the participant's accrued benefit as of June 30, 2013, under the terms of the plan in effect as of that date.

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Summary of Plan Provisions
EIN / PN: 95-0473280 / 001

Account Balance Benefit (cont)

The cash balance account consists of the total aggregate annual compensation credits, adjusted for interest. Annual compensation credits for a plan year shall be determined by multiplying the participant's earnings for a plan year by 6%.

An additional 1% of compensation is provided to participants who were active participants as of June 30, 2013, and who were at least age 45, but not yet age 50 as of June 30, 2013.

An additional 2% of compensation is provided to participants who were active participants as of June 30, 2013 and who were at least age 50, but not yet age 55 as of June 30, 2013.

Compensation credits are provided to eligible participants for a plan year if the participant earns at least 1,000 hours of service. No compensation credits are provided for plan years beginning before July 1, 2013.

Interest adjustments for both the opening balance and the cash balance accounts are annual credits for earnings, or debits for losses, based on the actual rate of return on the plan's aggregate assets, less a margin of 50 basis points.

Amount of Benefits

Normal Retirement

Monthly benefit (Legacy participants)

Equal to the participant's accrued benefit calculated using benefit service and compensation as of the participant's Normal Retirement Date.

Monthly benefit (Cash Balance participants)

The single life annuity that is actuarially equivalent to the sum of the participant's opening balance, if any, and cash balance accounts, adjusted with interest. However, in no event shall the portion of the benefit attributable to the opening account be less than the actuarial equivalent of the accrued benefit as of June 30, 2013, as determined under the terms of the plan at that date.

In addition, as of any annuity starting date, the benefit attributable to the opening account shall not be less than the opening balance at July 1, 2013, and the cash balance account shall not be less than the sum of all previous plan year compensation credits (i.e., the preservation of capital requirement).

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Summary of Plan Provisions
EIN / PN: 95-0473280 / 001

Early Retirement

Monthly benefit (Legacy participants)

Normal pension accrued multiplied by the percentage vested and by an age-based factor as shown in the following table. Factors between the ages shown can be interpolated.

<u>Age</u>	<u>Factor</u>
35	6.1%
40	9.1%
45	14.5%
50	22.0%
55	40.0%
65	100.0%

Monthly benefit (Cash Balance participants)

The single life annuity that is actuarially equivalent to the sum of the participant's opening balance, if any, and cash balance accounts, adjusted with interest. However, in no event shall the portion of the benefit attributable to the opening account be less than the actuarial equivalent of the accrued benefit as of June 30, 2013, as determined under the terms of the plan at that date. In addition, as of any annuity starting date, the benefit attributable to the opening account shall not be less than the opening balance at July 1, 2013, and the cash balance account shall not be less than the sum of all previous plan year compensation credits (i.e., the preservation of capital requirement).

Late Retirement

Monthly benefit (Legacy participants)

Greater of additional accruals to actual retirement date or the actuarial equivalent of the normal retirement benefit.

Monthly benefit (Cash Balance participants)

The single life annuity that is actuarially equivalent to the sum of the participant's opening balance, if any, and cash balance accounts, adjusted with interest. However, in no event shall the portion of the benefit attributable to the opening account be less than the actuarial equivalent of the accrued benefit as of June 30, 2013, as determined under the terms of the plan at that date. In addition, as of any annuity starting date, the benefit attributable to the opening account shall not be less than the opening balance at July 1, 2013, and the cash balance account shall not be less than the sum of all previous plan year compensation credits (i.e., the preservation of capital requirement).

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Summary of Plan Provisions
EIN / PN: 95-0473280 / 001

Vesting upon termination of
employment prior to retirement

Monthly benefit (Legacy participants)

Normal retirement benefit accrued, multiplied by the vesting percentage, payable at any time following termination of employment, and reduced for Early retirement using the factors described above. The vested percentage is based on the following table:

<u>Years of Vesting Service</u>	<u>Percentage Vested</u>
3 but less than 4	20%
4 but less than 5	40%
5 but less than 6	60%
6 but less than 7	80%
7 or more	100%

Monthly benefit (Cash Balance participants)

The single life annuity that is actuarially equivalent to the sum of the participant's opening balance, if any, and cash balance accounts, adjusted with interest. However, in no event shall the portion of the benefit attributable to the opening account be less than the actuarial equivalent of the accrued benefit as of June 30, 2013, as determined under the terms of the plan at that date. In addition, as of any annuity starting date, the benefit attributable to the opening account shall not be less than the opening balance at July 1, 2013, and the cash balance account shall not be less than the sum of all previous plan year compensation credits (i.e., the preservation of capital requirement).

Cash Balance participants are 100% vested in their benefit after completion of 3 years of vesting service.

Pre-retirement death benefit

Spouse Annuity

For the surviving spouse of a vested participant, 50% of the benefit the participant would have received had he or she retired the day before death and elected the joint and survivor option. Benefits commence immediately.

Lump Sum

The benefits payable to a surviving spouse are eligible to be paid in the form of a single lump sum payment, in lieu of the spouse annuity described above. If there is no eligible surviving spouse, the participant's beneficiary may receive a lump sum death benefit.

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, Part V – Summary of Plan Provisions
EIN / PN: 95-0473280 / 001

If it results in a larger benefit, those who were participants of the Plan prior to July 1, 1983, are eligible for a death benefit equal to 97% of the premiums paid on the participant's behalf under the Prior Plan, accumulated with interest at 2.75% per annum to the date of death, or the participant's termination date if earlier.

Forms of Retirement Benefit

Normal	Life annuity.
Optional	5 or 10 year guaranteed, 50% or 100% Joint-and-Survivor, Lump Sum.
Actuarial basis for lump sum benefits	Segment rates described in IRC Section 417(e)(3)(C) for the month of November of the calendar year preceding the year of payment and the Applicable Mortality Table described in IRC Section 417(e)(3)(B).
Actuarial basis for optional benefit forms	Segment rates described in IRC Section 417(e)(3)(C) for the month of November of the calendar year preceding the year of payment and the Applicable Mortality Table described in IRC Section 417(e)(3)(B).

Service

Benefit Service	A plan year in which an employee works at least 1,000 hours. During the first and last year of benefit service, a fraction of one year of service is earned (equal to the number of hours during the applicable period divided by 1,000).
Vesting Service	A plan year in which an employee works at least 1,000 hours.

Plan Year

July 1 to June 30

Changes Since Prior Valuation

There have been no changes in the plan provisions from the previous valuation.

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

Schedule H, Line 4i

PLAN NAME: RETIREMENT PLAN FOR EMPLOYEES OF THE ACADEMY OF MOTION
PICTURE ARTS & SCIENCES

EIN: 95-0473280

PLAN NUMBER: 001

The Schedule H, line 4i -- Schedule of Assets (Held At End of Year) is included in the attachment titled ACCOUNTANT'S OPINION AND FINANCIAL STATEMENTS.

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, line 32 – Schedule of Amortization Bases
EIN / PN: 95-0473280 / 001

Schedule of Amortization Bases

<u>Type of Base</u>	<u>Present Value of Remaining Installments</u>	<u>Valuation Date When Established</u>	<u>Remaining Period (Years)</u>	<u>Annual Amortization Payment</u>
Shortfall	\$ (961,182)	July 1, 2023	15	\$ (88,026)
Shortfall	3,463,940	July 1, 2022	14	332,615
Shortfall	(933,934)	July 1, 2021	13	(94,490)
Shortfall ¹	<u>4,808,682</u>	July 1, 2020	12	<u>515,560</u>
 Total	 \$ 6,377,506			 \$ 665,659

¹ Reflects election by AMPAS to have 2020 be the first plan year for which 15-year amortization of shortfall amortization bases apply. In connection with this election, the shortfall amortization bases for all plan years preceding 2020 (and all shortfall amortization installments determined with respect to those bases) were reduced to \$0. Per IRS Notice 2021-48, the plan sponsor is deemed to have made this election by filing the 2020 Schedule SB including these results.

Attachment to the 2023 Schedule SB (Form 5500)
Retirement Plan for the Employees of the Academy of Motion Picture Arts and Sciences
Schedule SB, line 24 – Change in Actuarial Assumptions
EIN / PN: 95-0473280 / 001

As required by ERISA section 103(d)(3), this attachment is to provide justification for any change in non-prescribed actuarial assumptions for the current plan year.

Changes in Non-Prescribed Actuarial Assumptions

The following non-prescribed assumptions were changed with the July 1, 2023, actuarial valuation:

1. The provision for administrative expenses paid directly from plan assets was changed from \$60,000 to \$0.

Justification of Actuarial Changes

1. The provision for expenses was reduced to \$0, as administrative expenses are no longer paid from trust assets.