

Form 5500

Annual Return/Report of Employee Benefit Plan

OMB Nos. 1210-0110 1210-0089

2023

This Form is Open to Public Inspection

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

Complete all entries in accordance with the instructions to the Form 5500.

Part I Annual Report Identification Information

For calendar plan year 2023 or fiscal plan year beginning 08/01/2023 and ending 07/31/2024

- A This return/report is for: [] a multiemployer plan [] a multiple-employer plan... [X] 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...
C If the plan is a collectively-bargained plan, check here... []
D Check box if filing under: [X] Form 5558 [] automatic extension [] the DFVC program [] special extension...
E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here... []

Part II Basic Plan Information—enter all requested information

1a Name of plan THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
1b Three-digit plan number (PN) 001
1c Effective date of plan 08/02/1987
2a Plan sponsor's name (employer, if for a single-employer plan) THE NEIMAN MARCUS GROUP LLC
2b Employer Identification Number (EIN) 95-4119509
2c Plan Sponsor's telephone number 214-782-7017
2d Business code (see instructions) 448190

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.

Table with 4 columns: SIGN HERE, Signature of plan administrator, Date, Enter name of individual signing as plan administrator. Includes rows for employer/plan sponsor and DFE.

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

Form 5500 (2023) v. 230707

<p>3a Plan administrator's name and address <input type="checkbox"/> Same as Plan Sponsor</p> <p>INVESTMENT COMMITTEE</p> <p>CORPORATE BENEFITS DEPT 1618 MAIN STREET DALLAS, TX 75201</p>	<p>3b Administrator's EIN 22-3001232</p> <p>3c Administrator's telephone number 214-808-0963</p>
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<p>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:</p> <p>a Sponsor's name</p> <p>c Plan Name</p>	<p>4b EIN</p> <p>4d PN</p>
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5 Total number of participants at the beginning of the plan year	5	5674
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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)	963
a(2) Total number of active participants at the end of the plan year	6a(2)	858
b Retired or separated participants receiving benefits	6b	2091
c Other retired or separated participants entitled to future benefits	6c	2560
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d	5509
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	120
f Total. Add lines 6d and 6e	6f	5629
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	2

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
1A 1I 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

<p>9a Plan funding arrangement (check all that apply)</p> <p>(1) <input type="checkbox"/> Insurance</p> <p>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts</p> <p>(3) <input checked="" type="checkbox"/> Trust</p> <p>(4) <input type="checkbox"/> General assets of the sponsor</p>	<p>9b Plan benefit arrangement (check all that apply)</p> <p>(1) <input type="checkbox"/> Insurance</p> <p>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts</p> <p>(3) <input checked="" type="checkbox"/> Trust</p> <p>(4) <input type="checkbox"/> General assets of the sponsor</p>
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

<p>a Pension Schedules</p> <p>(1) <input checked="" type="checkbox"/> R (Retirement Plan Information)</p> <p>(2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary</p> <p>(3) <input checked="" type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary</p> <p>(4) <input type="checkbox"/> DCG (Individual Plan Information) – Number Attached _____</p> <p>(5) <input type="checkbox"/> MEP (Multiple-Employer Retirement Plan Information)</p>	<p>b General Schedules</p> <p>(1) <input checked="" type="checkbox"/> H (Financial Information)</p> <p>(2) <input type="checkbox"/> I (Financial Information – Small Plan)</p> <p>(3) <input type="checkbox"/> A (Insurance Information) – Number Attached <u> 0 </u></p> <p>(4) <input checked="" type="checkbox"/> C (Service Provider Information)</p> <p>(5) <input checked="" type="checkbox"/> D (DFE/Participating Plan Information)</p> <p>(6) <input type="checkbox"/> G (Financial Transaction Schedules)</p>
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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 08/01/2023 and ending 07/31/2024

▶ **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>THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN</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>THE NEIMAN MARCUS GROUP LLC</u>	D Employer Identification Number (EIN) <u>95-4119509</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>08</u> Day <u>01</u> Year <u>2023</u>		
2	Assets:		
	a Market value	2a	<u>310485556</u>
	b Actuarial value	2b	<u>341534112</u>
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target
	a For retired participants and beneficiaries receiving payment	<u>1938</u>	<u>221661563</u>
	b For terminated vested participants	<u>2773</u>	<u>124861553</u>
	c For active participants	<u>963</u>	<u>73127209</u>
	d Total	<u>5674</u>	<u>419230919</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>5.20 %</u>
6	Target normal cost		
	a Present value of current plan year accruals	6a	<u>0</u>
	b Expected plan-related expenses	6b	<u>5900000</u>
	c Target normal cost	6c	<u>5900000</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 Signature of actuary <u>BRIAN KABAT</u> Type or print name of actuary <u>WILLIS TOWERS WATSON US LLC</u> Firm name <u>500 N. AKARD SUITE 4300 DALLAS, TX 75201</u> Address of the firm	<u>04/11/2025</u> Date <u>23-08371</u> Most recent enrollment number <u>214-530-4200</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)	0	45398559
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	11396634
9	Amount remaining (line 7 minus line 8)	0	34001925
10	Interest on line 9 using prior year's actual return of <u>-1.58</u> %	0	-537230
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		67277
	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> %		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		-1063
	c Total available at beginning of current plan year to add to prefunding balance		66214
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	28000000
13	Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	0	5464695

Part III Funding Percentages			
14	Funding target attainment percentage	14	80.08 %
15	Adjusted funding target attainment percentage	15	80.08 %
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	87.95 %
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		
11/14/2023	3500000	0					
02/14/2024	3500000	0					
05/14/2024	3500000	0					
07/02/2024	5000000	0					
08/14/2024	7000000	0					
10/24/2024	5000000	0					
			Totals ▶	18(b)	27500000	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	26330779

20 Quarterly contributions and liquidity shortfalls:

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

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

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

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	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
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions)	<input type="checkbox"/> Prescribed - combined	<input checked="" type="checkbox"/> Prescribed - separate	<input type="checkbox"/> 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.....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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	5900000	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	83580908	9219058	
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	15119058	
	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	15119058	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	26330779	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	11211721	
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. <input checked="" type="checkbox"/> 2019 <input type="checkbox"/> 2020 <input type="checkbox"/> 2021
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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 **08/01/2023** and ending **07/31/2024**

A Name of plan THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE NEIMAN MARCUS GROUP LLC	D Employer Identification Number (EIN) 95-4119509	

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

AVITAH CAPITAL LLP	67 GROSVNEOR STREET LONDON, UNITED KINGDOM W1K 3JN GB
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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

BROAD PEAK INVMT ADVISERS PTE LTD	260 ORCHARD ROAD #14-02 THE HEEREN SINGAPORE, SINGAPORE 238855 SG
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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

CRABEL CAPITAL MANAGEMENT, LLC	39-1903915
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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

GRATICULE ASIA MACRO ADVISORS LLC	800 THIRD AVENUE NEW YORK, NY 10022
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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

LIBREMAX CAPITAL, LLC

27-2436175

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

MAN INVESTMENTS INC.

1345 AVENUE OF THE AMERICAS
NEW YORK, NY 10105

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

MANIYAR CAPITAL ADVISORS UK LTD.

LEVEL 6, 25 SOHO SQUARE
LONDON, UNITED KINGDOM W1D 3QR GB

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

MAVERICK HOLDINGS C, LTD.

1900 N. PEARL STREET, 20TH FLOOR
DALLAS, TX 75201

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

TOR ASIA CREDIT FUND

WALKERS CORPORATE LIMITED 190 ELGIN AVE, GEORGE TOWN
GRAND CAYMAN, GRAND CAYMAN KY1-9005 KY

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

TRITON FUND, LTD.

VICTORIA PLACE, 3RD FLOOR WEST VICTORIA STREET
HAMILTON, BERMUDA HM10 BM

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

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

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

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

FIDELITY INVESTMENTS

04-3532602

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
14 50 65	NONE	659936	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

TOWERS WATSON INVESTMENT SVCS, INC.

52-1868818

(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?
28 51 27	NONE	339629	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

WILLIS TOWERS WATSON US LLC

53-0181291

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 50	NONE	194474	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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)

BANK OF NEW YORK MELLON

13-5160382

(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?
19 21 50	NONE	100150	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

BLACKROCK INSTITUTIONAL TRUST CO NA

94-3112108

(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 24 28 50 51	NONE	88505	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input 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
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

a Name: ERNST & YOUNG LLP	b EIN: 34-8565596
c Position: ACCOUNTANT	
d Address: 2323 VICTORY AVENUE, SUITE 2000 DALLAS, TX 75219	e Telephone: 214-969-8000

Explanation: CHANGED ACCOUNTING FIRMS FROM EY TO DELOITTE DUE TO THE MERGER WITH SAKS.

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 <hr/> This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 08/01/2023 and ending 07/31/2024

A Name of plan <u>THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>THE NEIMAN MARCUS GROUP LLC</u>	D Employer Identification Number (EIN) <u>95-4119509</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>BLACKROCK MSCI ACWI EQUITY INDEX NL</u>		
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.</u>		
c EIN-PN <u>45-1743707-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>110093876</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>EB TEMPORARY INVESTMENT FUND BNYM</u>		
b Name of sponsor of entity listed in (a): <u>THE BANK OF NEW YORK MELLON</u>		
c EIN-PN <u>25-6078093-023</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>3126417</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>LONG US GOVT BOND INDX NL FUND</u>		
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS TRUST COMPANY</u>		
c EIN-PN <u>04-0025081-142</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>9551904</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>TREASURY US 5 YR KEY RT DUR NL</u>		
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.</u>		
c EIN-PN <u>47-4104495-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>6514029</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>TREASURY US 15 YR KEY RT DUR NL</u>		
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.</u>		
c EIN-PN <u>45-3856099-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>12155567</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>TREASURY US 20 YR KEY RT DUR NL</u>		
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.</u>		
c EIN-PN <u>45-3856189-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>6622345</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>TREASURY US 25PLUS YR KEY RT DUR NL</u>		
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.</u>		
c EIN-PN <u>45-3856224-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>10604069</u>

a Name of MTIA, CCT, PSA, or 103-12 IE: **TREASURY US 10 YR KEY RT DUR NL A**

b Name of sponsor of entity listed in (a): **BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.**

c EIN-PN 47-4226866-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 13604040
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a Name of MTIA, CCT, PSA, or 103-12 IE: **WTW GT DIVERSIFIED CREDIT FUND**

b Name of sponsor of entity listed in (a): **TOWERS WATSON INVESTMENT SERVICES, INC.**

c EIN-PN 82-6695738-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 35376832
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a Name of MTIA, CCT, PSA, or 103-12 IE: **WTW GT REAL ASSETS FUND**

b Name of sponsor of entity listed in (a): **TOWERS WATSON INVESTMENT SERVICES, INC.**

c EIN-PN 82-6695738-005	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 45995773
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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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 08/01/2023 and ending 07/31/2024	
A Name of plan THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 THE NEIMAN MARCUS GROUP LLC	D Employer Identification Number (EIN) 95-4119509

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

Assets	(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a 211	3112105
b Receivables (less allowance for doubtful accounts):		
(1) Employer contributions	1b(1) 2700000	12000000
(2) Participant contributions	1b(2)	
(3) Other	1b(3) 4084988	16170849
c General investments:		
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	
(2) U.S. Government securities	1c(2)	
(3) Corporate debt instruments (other than employer securities):		
(A) Preferred	1c(3)(A)	
(B) All other	1c(3)(B)	
(4) Corporate stocks (other than employer securities):		
(A) Preferred	1c(4)(A)	
(B) Common	1c(4)(B)	
(5) Partnership/joint venture interests	1c(5) 127589	141041
(6) Real estate (other than employer real property)	1c(6)	
(7) Loans (other than to participants)	1c(7)	
(8) Participant loans	1c(8)	
(9) Value of interest in common/collective trusts	1c(9) 242255257	253644852
(10) Value of interest in pooled separate accounts	1c(10)	
(11) Value of interest in master trust investment accounts	1c(11)	
(12) Value of interest in 103-12 investment entities	1c(12)	
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	
(15) Other	1c(15) 62296558	41211587

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	311464603	326280434
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	364155	346670
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	364155	346670
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	311100448	325933764

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)	27500000	
(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)		27500000
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)		
(D) Total dividends. Add lines 2b(2)(A), (B), and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds	2b(4)(A)	20494305	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	18952539	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		1541766
(5) Unrealized appreciation (depreciation) of assets:			
(A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	1319691	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		1319691

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		14943488
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		-15010
d Total income. Add all income amounts in column (b) and enter total.....	2d		45289935

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	24840857	
(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)		24840857
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)	646376	
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees.....	2i(5)	430610	
(6) Bank or trust company trustee/custodial fees.....	2i(6)	100150	
(7) Actuarial fees.....	2i(7)	194474	
(8) Legal fees.....	2i(8)		
(9) Valuation/appraisal fees.....	2i(9)		
(10) Other trustee fees and expenses.....	2i(10)		
(11) Other expenses.....	2i(11)	4244152	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		5615762
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		30456619

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		14833316
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: **DELOITTE & TOUCHE LLP**

(2) EIN: **13-3891517**

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		25000000
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.).....			
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 537035.

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 **08/01/2023** and ending **07/31/2024**

A Name of plan THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE NEIMAN MARCUS GROUP LLC	D Employer Identification Number (EIN) 95-4119509	

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	0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>13-5160382</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	2

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	<input type="checkbox"/> Increase	<input type="checkbox"/> Decrease	<input type="checkbox"/> Both	<input checked="" type="checkbox"/> No
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Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
11 a Does the ESOP hold any preferred stock?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input type="checkbox"/> No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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: 37.0 % Private Equity: 0.0 % Investment-Grade Debt and Interest Rate Hedging Assets: 21.0 %
 High-Yield Debt: 9.0 % Real Assets: 12.0 % Cash or Cash Equivalents: 2.0 % Other: 19.0 %

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 _____.

The Neiman Marcus Group LLC Retirement Plan

Employer ID No: 95-4119509

Plan Number: 001

Financial Statements as of and for the Years Ended
July 31, 2024 and 2023,

Supplemental Schedules as of and for the year ended July 31, 2024
and Independent Auditor's Report

**THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES
YEARS ENDED JULY 31, 2024 AND 2023**

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Note: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

INDEPENDENT AUDITOR'S REPORT

The Investment Committee of The Neiman Marcus Group LLC Retirement Plan

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

We have performed an audit of the financial statements of The Neiman Marcus Group LLC Retirement Plan (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 statement of net assets available for benefits as of July 31, 2024, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to 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 certification from a qualified institution as of July 31, 2024, and for the year then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

- The amounts and disclosures in the 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 (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the 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 that the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our 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

The supplemental schedule of assets (held at end of year) as of July 31, 2024, and supplemental schedule of reportable transactions for the year ended July 31, 2024, 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 auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or are 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).

Auditor's Report on the 2023 Financial Statements

Predecessor auditors performed an audit of the 2023 financial statements of the Plan. 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, the prior year audit did not extend to any statements or information related to assets held for investment of the Plan that were certified by a qualified institution. Their report dated May 15, 2024, indicated that (a) the amounts and disclosures in the 2023 financial statements, other than those agreed to or derived from the certified investment information, were presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America, and (b) the information in the 2023 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).

Deloitte + Touche LLP

May 8, 2025

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF JULY 31, 2024 AND 2023

	July 31,	
	2024	2023
<u>ASSETS</u>		
Non-interest bearing cash	\$ 3,112,105	\$ 211
Investments, at estimated fair value:		
Common/collective trusts ("CCT") - fixed income investments	119,645,781	97,056,396
Hedge funds	41,211,587	62,296,558
CCT - equity securities investments	52,626,467	60,565,327
CCT - real estate investments	45,995,772	50,177,487
CCT - diversified credit investments	35,376,832	34,456,047
Limited partnership interests	141,041	127,589
Total investments, at estimated fair value	294,997,480	304,679,404
Due from broker for securities sold	16,106,714	3,310,881
Employer contribution receivable	12,000,000	2,700,000
Annuity purchase refund receivable	—	731,882
Accrued interest	64,135	42,225
Total receivables	28,170,849	6,784,988
Total assets	326,280,434	311,464,603
<u>LIABILITIES</u>		
Accrued expenses	108,507	122,066
Due to broker for securities purchased	238,163	242,089
Total liabilities	346,670	364,155
Net assets available for benefits	\$ 325,933,764	\$ 311,100,448

See notes to the financial statements.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEARS
ENDED JULY 31, 2024 AND 2023

	Year Ended July 31,	
	2024	2023
<u>ADDITIONS</u>		
Investment income (loss):		
Net appreciation in fair value of investments	\$ 17,366,432	\$ (8,302,988)
Interest	423,503	482,476
Dividends	—	3,480
Total investment income (loss), net	17,789,935	(7,817,032)
Employer contributions	27,500,000	2,700,000
Total additions (deductions), net	45,289,935	(5,117,032)
<u>DEDUCTIONS</u>		
Benefits paid	24,840,857	34,327,908
Annuity purchase	—	104,655,065
Administrative expenses	5,615,762	7,056,961
Total deductions	30,456,619	146,039,934
Net increase (decrease)	14,833,316	(151,156,966)
Net assets available for benefits at beginning of year	311,100,448	462,257,414
Net assets available for benefits at end of year	\$ 325,933,764	\$ 311,100,448

See notes to the financial statements.

**THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023**

NOTE 1. DESCRIPTION OF THE PLAN

The following brief description of The Neiman Marcus Group LLC Retirement Plan (the "Plan") is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

General

The Plan was established on August 2, 1987, and was amended and restated effective July 31, 2014. The Plan is a noncontributory, defined benefit pension plan established for eligible employees of The Neiman Marcus Group LLC (the "Company"), certain subsidiaries and affiliates, and any eligible employee who was a participant in the prior Carter Hawley Hale Plan as of August 1, 1987. The trustee of the Plan is The Bank of New York Mellon/BNY Mellon, N.A. ("Trustee"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Plan is administered by the Neiman Marcus Group LLC Investment Committee ("the Committee"), which is currently composed of members of Company management who act in certain matters relating to the administration of the Plan.

Eligibility

Prior to January 1, 2008, all employees of the Company, with certain specific exceptions, who had attained the age of 21 and completed one year of service with more than 1,000 hours of employment were eligible to participate in the Plan.

Freeze of Plan Benefits

The Company froze benefits offered to a significant portion of participating employees under the Plan effective December 31, 2007. On March 12, 2010, the Board of Directors of the Company froze benefits offered under the Plan with respect to all remaining Plan participants as of August 1, 2010. Previous Plan participants now participate in an enhanced retirement savings plan. No employee who met vesting requirements forfeited benefits earned prior to the time at which their benefits were frozen.

Employer Contributions

The Company funds the Plan through annual contributions that meet ERISA's minimum funding standards but do not exceed the full funding limitation required by the Internal Revenue Code (the "Code"). The Plan met the minimum requirements of ERISA for the Plan years ended July 31, 2024 and 2023.

Pension Benefits

Eligible employees are entitled to annual pension benefits beginning at normal retirement age of 65 and generally equal to 1% of the annual compensation for each year of service plus an additional 0.5% of annual compensation in excess of the social security taxable wage base. Participants may elect to receive their benefits as a life annuity, payable monthly from retirement, or as a lump sum distribution if their accumulated benefit is less than \$5,000. Married eligible employees may elect to receive their pension benefits in the form of a joint and survivor annuity. The Plan permits early retirement at ages 55 to 64, contingent on completing 15 years of credited service; however, benefits are reduced by 5% for each year before normal retirement age.

Death and Disability Benefits

If an eligible employee who is vested dies, the amount the beneficiary will receive is equal to a 50% joint and survivor annuity, which the eligible employee would have received if the eligible employee had retired at the greater of the employee's age at death or 55. Eligible employees who become totally disabled are fully vested in the benefits they have accrued as members of the Plan up to the date of the disability.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023 (CONTINUED)

Vesting

An eligible employee becomes fully vested after five years of service, as defined in the Plan. If eligible employees terminate before rendering five years of service, they forfeit their right to receive benefits.

Termination of the Plan

The Company has the right, under the Plan to: (1) discontinue its contributions at any time, (2) modify eligibility and participation in the Plan, (3) freeze or otherwise alter future benefits payable by the Plan, and/or (4) terminate the Plan subject to the provisions set forth in ERISA. In the event of termination of the Plan, after the payment of any expenses, taxes, or charges of the trustee, plan assets are to be allocated in accordance with the priorities specified in Section 4044 of ERISA.

Generally, Section 4044 provides the following priorities:

1. Annuity benefits that former eligible 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, calculated as defined;
2. Other insured benefits;
3. Other non-insured, non-forfeitable benefits; and
4. All other benefits.

Any funds that remain after the satisfaction of all liabilities under the Plan will be paid to the Company.

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation ("PBGC") if the Plan terminates. Generally, the PBGC guarantees most vested, normal-age retirement benefits, early retirement benefits, and certain disability and survivors' 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, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all participants receive their benefits in the event the Plan were terminated at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits, the priority of those benefits to be paid, and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

Expenses

The administrative expenses of the Plan are the responsibility of the Plan, unless paid by the Company. For the years ended July 31, 2024 and 2023, substantially all of the administrative expenses of the Plan were paid by the Plan.

NOTE 2. SUMMARY OF ACCOUNTING POLICIES

Basis of Accounting

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

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023 (CONTINUED)

Use of Estimates

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

Risks and Uncertainties

The Plan provides various investment securities. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the financial statements.

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

Non-Interest Bearing Cash

Cash in the Plan consists of cash held in a non-interest bearing bank account.

Due from Brokers for Securities Sold/Due to Broker's for Securities Purchased

Represents the amount of unsettled trades that the Plan has open with financial institutions.

Administrative Expenses

Administrative expenses of the Plan are paid by the Plan as provided in the Plan document. The Plan sponsor provides accounting and other administrative services to the Plan at no charge.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value or estimated fair value. Pursuant to fair value measurement and disclosure requirements of GAAP, fair value is defined as the price that would be received upon sale of an asset or paid upon transfer of a liability in an orderly transaction between market participants at the measurement date and in the principal or most advantageous market for that asset or liability.

Purchases and sales of securities are recorded on a trade-date basis, and interest income is recorded when earned. Gains or losses on sales of securities are based on average cost. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023 (CONTINUED)

NOTE 3. FAIR VALUE MEASUREMENTS

Fair Value Measurements

Accounting Standards Codification ("ASC") 820, Fair Value Measurement, provides a framework for measuring fair value. Fair value of a financial instrument is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. That framework provides a fair value hierarchy that prioritizes the inputs to valuation approaches used to measure fair value, as follows: Level 1, which refers to securities valued using unadjusted quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

Asset Valuation Techniques

Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at July 31, 2024 and 2023.

Collective Trust Fund — Values at the net asset value of units of a bank collective trust. The net asset value as provided by the trustee is used as a practical expedient to estimate fair value. The net asset value is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported net asset value. Were the Plan to initiate a full redemption of the collective trust, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to confirm that securities liquidations will be carried out in an orderly business manner. Plan investments in CCTs, hedge funds, and limited partnership interests are not classified within the fair value hierarchy. Investments in CCT - fixed income and CCT - equity securities are valued based on net asset values on the last business day of the Plan's year-end as determined by the sponsors of such trusts and can be redeemed daily. CCT - diversified credit investments and CCT - real estate investments are valued at the net assets value as determined by the respective fund investment manager. All CCT investments allocate gains, losses, and expenses to the Plan as described in the agreements governing each investment.

Limited Partnership - The net asset value, as provided by the general partner, is used as a practical expedient to estimate fair value. The fair value of these investments is estimated based on the net asset value derived from the latest audited financial statements or most recent capital account statements provided by the funds' investment manager, or third-party service providers, as a practical expedient. This practical expedient is not used when it is determined to be probable that the partnership will sell the investment for an amount different than the reported net asset value. Were the Plan to initiate a full redemption, the general partner reserves the right to temporarily delay withdrawal from the partnership in order to confirm that securities liquidations will be carried out in an orderly business manner. Limited partnership interests in venture capital investments are valued at estimated net asset value as determined by the respective fund investment manager.

Hedge Fund - The net asset value, as provided by the respective fund investment manager, is used as a practical expedient to estimate fair value. The fair value of these investments is estimated based on the net asset value derived from the valuation of underlying securities. The hedge funds and limited partnerships allocate gains, losses, and expenses to the Plan as described in the agreements governing each investment.

Hedge funds, limited partnership interests, CCT - diversified credit investments, and CCT - real estate investments are redeemable at net asset value to the extent provided in the documentation governing the investments. Redemption of these investments may be subject to restrictions including lock-up periods where no redemptions are allowed, restrictions on redemption frequency, and advance notice periods for redemptions. As of July 31, 2024 and 2023, certain of these investments are subject to restrictions on redemption frequency, ranging from monthly to annually, and certain of these investments are subject to advance notice requirements, ranging from 30-day notification to 180-day notification.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023 (CONTINUED)

Plan investments are invested in accordance with the provisions of the approved investment policy. The Plan's strategic asset allocation was structured to reduce volatility through diversification and enhance return to approximate the amounts and timing of the expected benefit payments.

Plan investments are overseen by the Investment Committee which is responsible for approving the Plan's investment policy statement and analyzing information provided by the investment custodians. The Investment Committee meets on a quarterly basis and is currently comprised of members of Company management. The Investment Committee communicates information regarding the Plan to the Audit Committee of the Company at least annually. For hedge fund and limited partnership interests, the Company reviews annual audited financial statements in order to determine reasonableness of fair value based on prior period valuations and current information.

The following tables sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of July 31, 2024 and 2023.

July 31, 2024				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investments measured at net asset value ^(a) :				
CCT - fixed income investments				\$ 119,645,781
CCT - equity securities investments				52,626,467
CCT - real estate investments ^(b)				45,995,772
Hedge funds ^(c)				41,211,587
CCT - diversified credit investments ^(d)				35,376,832
Limited partnership interests ^(e)				141,041
Total investments, at fair value				<u>\$ 294,997,480</u>

July 31, 2023				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Investments measured at net asset value ^(a) :				
CCT - fixed income investments				\$ 97,056,396
CCT - equity securities investments				60,565,327
CCT - real estate investments ^(b)				50,177,487
Hedge funds ^(c)				62,296,558
CCT - diversified credit investments ^(d)				34,456,047
Limited partnership interests ^(e)				127,589
Total investments, at fair value				<u>\$ 304,679,404</u>

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

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
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- (b) This category includes CCTs that hold investments in both publicly traded and private real estate investment trusts and infrastructure companies. These asset classes maintain low correlations with equities and investment-grade corporate credit, which is key to maximizing the diversification benefits of adding these allocations to the portfolio. These investments are subject to monthly restrictions on redemption frequency and 180-day advance notice requirements. There were no unfunded commitments as of July 31, 2024.
- (c) This category includes investments in hedge funds that invest both long and short equity securities in the U.S., North America, or Global sectors. These investments are subject to restrictions on redemption frequency ranging from monthly to quarterly and advance notice requirements ranging from 30-day to 120-day notifications. All equity-long/short investments are subject to lock-up periods because the investments include restrictions that do not allow for redemption in the first twelve months after acquisition. There were no unfunded commitments as of July 31, 2024.

This category also includes investments in multi-strategy and event-driven hedge funds that pursue multiple strategies to diversify risks and reduce volatility. Investments consist primarily of domestic and international equity securities. These investments are subject to restrictions on redemption frequency ranging from monthly to annually as of July 31, 2024 and July 31, 2023, and advance notice requirements ranging from 30-day to 120-day notification as of July 31, 2024 and July 31, 2023. There were no unfunded commitments as of July 31, 2024.

Investments representing less than one percent of the total value of the long and short equity securities and absolute return investments are redeemable only upon liquidation of the underlying assets. Liquidation is at the discretion of the respective fund manager and there is currently no specific timing of when the investments will be liquidated. There were no unfunded commitments as of July 31, 2024.

Lastly, this category includes investments in opportunistic hedge funds that invest primarily in equity securities with a concentration in the insurance markets. These investments are subject to restrictions on redemption frequency ranging from monthly to quarterly and advance notice requirements ranging from 30-day to 90-day notifications. There were no unfunded commitments as of July 31, 2024.

- (d) This category includes CCTs that hold investments primarily in securitized debt, corporate credit, emerging market debt, and opportunistic credit strategies. These asset classes maintain low correlations with equities and investment-grade corporate credit, which is key to maximizing the diversification benefits of adding these allocations to the portfolio. These investments are subject to monthly restrictions on redemption frequency and 30-day advance notice requirements. There were no unfunded commitments as of July 31, 2024.
- (e) This category includes private equity investments that invest primarily in middle-market private equity across various industries. Investments can never be redeemed. Instead, the nature of the investments is that distributions are received through the liquidation of the underlying assets. It is estimated that the underlying assets will be liquidated in the near term. There are no current plans to sell these funds. The Plan had future unfunded commitments for additional contributions to the limited partnerships of \$168,365 as of July 31, 2024 and July 31, 2023.

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

The significance of transfers between levels is evaluated based upon the nature of the financial instrument and the size of transfer relative to total net assets available for benefits. For the years ended, July 31, 2024 and 2023, there were no transfers between levels.

Annuity Purchase

In June 2023, the Plan entered into agreements with affiliates of the Securian Financial Group (collectively, "Securian") to purchase irrevocable group annuities for consideration aggregating approximately \$104.7 million, net

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NOTES TO FINANCIAL STATEMENTS
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of adjustments (the "Annuity Purchase"). Under these agreements, Securian assumed responsibility for benefit obligations and annuity administration with respect to approximately 5,000 retirees and beneficiaries, with no changes to the amount or timing of monthly benefit payments. The transaction closed in June 2023 and Securian assumed responsibilities effectively August 1, 2023. The transaction was funded by assets of the Plan. With the Annuity Purchase, approximately \$104.7 million of accumulated plan benefits were transferred, which represents a reduction of 20.44% in total accumulated plan benefits of the Plan. In April 2024, a final true-up calculation was performed on the valuation based on final census data resulting in Securian refunding the Plan \$0.7 million.

NOTE 4. 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 service eligible employees have rendered. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated eligible employees or their beneficiaries and (2) beneficiaries of eligible employees who have died, and (3) present eligible employees or their beneficiaries. Benefits under the plan are accumulated based on eligible employees' compensation during each year of credited service. The accumulated plan benefits for active eligible 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 valuation date. Benefits to be provided via annuity contracts, excluded from plan assets, are excluded from accumulated plan benefits.

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

The significant assumptions underlying the actuarial computations used for valuation purposes as of July 31, 2023 and 2022, are as follows:

Retirement Age - Ranges from 55 to 75 for 2023 and 2022

Mortality - PRI-2012 Mortality Table No Collar Generational with MP-2021 projections for 2023 and 2022

Interest Rate - 6.25% for 2023 and 5.5% for 2022

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 actuarial present value of accumulated plan benefits presented in the accompanying financial statements are presented using the beginning of the year benefit information date. The actuarial present value of accumulated benefits below is measured as of August 1, 2023. Had the valuations been performed as of July 31, there would be no material difference.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023 (CONTINUED)

The actuarial present value of accumulated plan benefits at July 31, 2023, is as follows:

Actuarial present value of accumulated plan benefits:

Vested benefits:	
Participants currently receiving payments	\$ 202,327,891
Other participants	175,321,851
	<u>377,649,742</u>
Non-vested benefits	383,489
Total actuarial present value of accumulated plan benefits	<u>\$ 378,033,231</u>

Changes in the actuarial present value of the Plan's accumulated plan benefits for the year ended July 31, 2023, are as follows:

Actuarial present value of accumulated plan benefits at July 31, 2022	\$ 513,990,530
Increase (decrease) during year attributed to:	
Interest due to the decrease in the discount period	26,824,431
Benefits accumulated and actuarial losses, net	5,337,860
Assumption changes	(27,421,818)
Benefits paid	(140,697,772)
Actuarial present value of accumulated plan benefits at July 31, 2023	<u>\$ 378,033,231</u>

The accumulated plan benefits at July 31, 2023 reflects the impact of the Annuity Purchase that occurred in June 2023. The accumulated plan benefits associated with the Annuity Purchase population includes monthly annuity benefit payments of \$35.3 million, comprised of \$34.3 million of benefit payments by the Plan and \$0.9 million benefit payments refunded to the Plan by Fidelity, attributable to the total Annuity Purchase settlement of \$105.4 million. The Annuity Purchase is comprised of \$104.7 million of benefit payments and \$0.7 million annuity purchase refund received from Securian (see FN 3).

NOTE 5. CERTIFIED INVESTMENT INFORMATION

The following is a summary of the information regarding the Plan as of July 31, 2024 and for the year ended July 31, 2024 included in the Plan's financial statements and supplemental schedules, that were prepared by or derived from information prepared by BNY Mellon, the Trustee of the Plan, and furnished to the Plan administrator. The Plan administrator has obtained certifications from the Trustee that such information is complete and accurate.

	<u>July 31, 2024</u>
<u>STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS</u>	
Investments, at fair value:	
Common/collective trusts ("CCT") - fixed income investments	119,645,781
Hedge funds	41,211,587
CCT - equity securities investments	52,626,467
CCT - real estate investments	45,995,772
CCT - diversified credit investments	35,376,832
Limited partnership interests	141,041
Due from broker for securities sold	16,106,714
Accrued interest	64,135
Due to broker for securities purchased	238,163

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023 (CONTINUED)

Year Ended
July 31,
2024

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Investment income (loss):

Net appreciation in fair value of investments	\$ 17,366,432
Interest	423,503
Dividends	—

Supplemental schedules: All investment balances and information included in the supplemental schedule of assets (held at end of year) and the schedule of reportable transactions.

All investment balances and investment information, excluding the level of investments and the unfunded commitment and redemption frequency, other redemption restrictions, and redemption notice period in Note 3, Fair Value Measurements.

As of July 31, 2023, all investment information disclosed in the accompanying financial statements and notes, including investments held and notes receivable from participants at July 31, 2023, interest income on notes receivable from participants, net appreciation on the fair value of investments and interest and dividends for the year ended July 31, 2023, was obtained and derived from information supplied to the Plan and certified as complete and accurate by the Trustee.

NOTE 6. FUNDING POLICY

It is the Company's policy to contribute amounts sufficient to meet minimum funding requirements as set forth in the employee benefit and tax laws plus such additional amounts as the Company may determine appropriate. The plan sponsor's funding policy generally has been to make contributions sufficient to maintain an 80% funded position, but not less than the minimum required contribution nor more than the maximum deductible contribution for the plan year. The Company's contributions for 2024 and 2023 comply with the minimum funding requirements of ERISA. There was \$12.0M in contributions receivable as of July 31, 2024.

NOTE 7. FEDERAL INCOME TAX STATUS

The Plan has received a determination letter from the Internal Revenue Service ("IRS") dated November 23, 2015, stating that the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. Subsequent to receiving this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualified status. The Committee believes the Plan is being operated in compliance with the applicable requirements of the Code and therefore believes the Plan is qualified and the related trust is tax-exempt.

GAAP requires Plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED JULY 31, 2024 AND 2023 (CONTINUED)

NOTE 8. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

Certain of the Plan's investments in CCTs are managed by the Trustee; therefore, these transactions with the Trustee qualify as party-in-interest transactions. All of these transactions are exempt from the prohibited transaction rules under ERISA.

NOTE 9. SUBSEQUENT EVENTS

On July 4, 2024, NMG Parent LLC ("NMG Parent") entered into an Agreement and Plan of Merger (the "Merger Agreement"), which provided for the acquisition of NMG Parent by HBC US Holdings LLC, a Delaware limited liability company ("HBC Parent"), the parent company of Saks Fifth Avenue, for cash consideration based on an enterprise value of \$2.7 billion (inclusive of up to \$50 million in contingent consideration). Completed on December 23, 2024, Neptune NewCo LLC, a Delaware limited liability company ("Merger Sub"), a newly formed, wholly-owned subsidiary of HBC Parent, merged into NMG Parent (the "Merger"). As a result, NMG Parent became the surviving company and a wholly-owned subsidiary of HBC Parent.

At this time, the Merger has not impacted the Plan. The Plan remains unchanged, and there have been no modifications to participant benefits, eligibility, or administrative processes. The Company will continue to monitor the integration and communicate any future changes to participants in accordance with regulatory requirements.

Plan management has evaluated subsequent events through May 8, 2025, the date the financial statements were available to be issued.

Supplemental Schedules

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
SCHEDULE H: LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
EIN #95-4119509 Plan #001
July 31, 2024

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value	
CCT - Fixed Income Investments:				
Blackrock	Blackrock MSCI ACWI	61,915,948	110,093,876	
Blackrock	Cash at Blackrock	1	1	
State Street	Long US Govt Bond Index NL CTG	14,711,139	9,551,904	
			<u>119,645,781</u>	
Hedge Funds:				
Cemex S.A.B	Cemex SAB DE CV	5	6	
Avitah Energy Fund	Avitah Energy Fund LTD Class	2,105,680	5,846,186	
Broad Peak Investment Advisors	Broad Peak Fund II LTD.	8,878,134	7,872,315	
Man AHL	Man Ahl (TW) Dimension SPC	4,273,569	5,599,164	
LibreMax Capital	Libre Max E Value Offshore	5,275,000	6,262,480	
Maniyar Capital Advisors	Maniyar Eagle Fund LTD	8,460,000	8,776,996	
Maverick Holdings	Maverick Holdings C LTD Series	321,960	1,045,972	
Shepherd Investments	Shepherd Investments Intl LTD	51,398	18,819	
Sculptor Capital	Sculptor Overseas Fund LTD	1,178	773	
Tor Asia	Tor Asia Credit Fund	3,460,740	3,811,345	
Triton International Limited	Triton Fund LTD Class A	1,410,759	1,577,277	
Triton International Limited	Triton Fund LTD Class A	190,966	240,824	
Triton International Limited	Triton Fund LTD Jan 2023	106,839	159,429	
			<u>41,211,587</u>	
CCT - Equity Securities Investments:				
* BNY Mellon	EB Temp Inv FD	3,126,417	3,126,417	
Blackrock	TSY U.S. 15 YR Key Rate DUR NL	28,314,035	12,155,567	
Blackrock	TSY U.S. 20 YR Key Rate DUR NL	13,613,843	6,622,345	
Blackrock	TSY U.S. 25+ YR Key Rate DUR	28,235,298	10,604,069	
Blackrock	TSY US10 YR Key Rate DUR NL FD	27,515,956	13,604,040	
Blackrock	TREAS US 5 YR Key Rate DUR NL	6,848,663	6,514,029	
			<u>52,626,467</u>	
CCT - Real Estate Investments:				
Willis Towers Watson	WTW GT Real Asset Fund	35,686,580	45,995,772	
			<u>45,995,772</u>	
CCT - Diversified Credit Investments:				

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
SCHEDULE H: LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
EIN #95-4119509 Plan #001
July 31, 2024

Willis Towers Watson	WTW GT Diversified Credit Fund	29,236,315	35,376,832
			<u>35,376,832</u>
Limited Partnership Interests:			
Charlesbank Capital Partners	Charlesbank Equity Fund VII	669,450	27,032
Resource Capital Associates	Resource Capital Fund V LP	2,743,723	114,009
			<u>141,041</u>
			<u><u>\$294,997,480</u></u>

* - Party-in-interest.

See accompanying Independent Auditor's Report.

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
SCHEDULE H: LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
EIN #95-4119509 Plan #001
July 31, 2024

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
<i>Category (iii) - Series of transactions in excess of 5% of beginning Plan assets:</i>						
EB Temp Inv FD	EB Temp Inv FD 1.147% 12/31/2049 DD 11/01/01	56,225,830	—	—	56,225,830	—
EB Temp Inv FD	EB Temp Inv FD 1.147% 12/31/2049 DD 11/01/01	—	63,100,322	63,100,322	63,100,322	—
BLACKROCK MSCI ACWI	BLACKROCK MSCI ACWI	11,850,000	—	—	11,850,000	—
BLACKROCK MSCI ACWI	BLACKROCK MSCI ACWI	—	4,541,557	2,770,107	4,541,557	1,771,450
LONG US GOVT BOND INDX NL CTF (CM1Q)	Long US Govt Bond Index NL CTF (CM1Q)	—	—	—	—	—

There were no Category (i), (ii) or (iv) reportable transactions during the year ended July 31, 2024.
Columns (e) and (f) are not applicable.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26a Schedule of Active Participant Data for Frozen Plans as of August 1, 2023

Attained Age	Attained Years of Credited Service ¹										Total	
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over		
Under 25	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0
30-34	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0
35-39	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0
40-44	0	1	3	0	0	0	0	0	0	0	0	4
	0	0	0	0	0	0	0	0	0	0	0	0
45-49	0	9	20	5	0	0	0	0	0	0	0	34
	0	0	0	0	0	0	0	0	0	0	0	4,208
50-54	0	8	37	44	12	0	0	0	0	0	0	101
	0	0	5,723	6,065	0	0	0	0	0	0	0	5,565
55-59	0	14	55	75	49	8	3	0	0	0	0	204
	0	0	4,789	7,017	9,047	0	0	0	0	0	0	6,609
60-64	0	24	74	84	34	46	28	8	0	0	0	298
	0	3,252	4,676	6,624	7,766	9,675	14,668	0	0	0	0	7,473
65-69	0	31	53	31	24	22	16	10	1	1	1	189
	0	2,146	3,894	8,084	10,113	13,541	0	0	0	0	0	7,578
70 & over	0	32	39	30	12	11	4	4	1	0	0	133
	0	1,823	3,509	7,660	0	0	0	0	0	0	0	6,403
Total	0	119	281	269	131	87	51	22	2	1	1	963
	0	2,418	4,476	6,927	8,857	10,604	15,160	12,454	0	0	0	6,820

¹ Age and service for purposes of determining category are based on exact (not rounded) values.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
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 Plan Sponsor: The Neiman Marcus Group LLC
 Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis:

- Applicable month April 2023
- Interest rate basis Segment rates from 4 months preceding valuation date

Interest rates:

	Reflecting Corridors	Not Reflecting Corridors
• First segment rate	4.75%	2.68%
• Second segment rate	5.00%	3.93%
• Third segment rate	5.74%	4.12%
• Effective interest rate	5.20%	3.91%

Plan-related expenses

\$5,900,000

As permitted by law, rates reflecting stabilization are used to determine the funding target, and thus the minimum required contribution under IRC §430 for the plan. Because these assumptions are subject to a corridor based on average interest rates over a 25-year period, they may differ from (and currently are higher than) current market interest rates, and may be inconsistent with other economic assumptions used in the valuation.

Demographic Assumptions

Inclusion date

All employees who were participants in The Neiman Marcus Group LLC Retirement Plan on December 31, 2007. Future employees are not eligible to participate in this defined benefit plan.

New or rehired employees

It was assumed there will be no new or rehired employees.

Mortality

- Healthy Separate rates for non-annuitants based on (based on RP-2014 "Employees" table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2021) and annuitants (based on RP-2014 "Healthy Annuitants" table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2021).

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Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

- Disabled Alternative disabled life mortality tables as defined under Revenue Ruling 96-7.

Termination Rates varying by age:

Representative Termination Rates

Percentage leaving during the year	
Age	Rates
40	13.5%
45	10.4%
50	7.4%
55	4.3%
60	10.0%
65	100.0%

Disability The rates at which participants become disabled by age and gender are shown below:

Percentage becoming disabled during the year		
Age	Males	Females
20	0.03%	0.04%
25	0.03%	0.05%
30	0.04%	0.06%
35	0.05%	0.08%
40	0.07%	0.10%
45	0.10%	0.15%
50	0.18%	0.26%
55	0.36%	0.49%
60	0.90%	1.21%

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
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SCHEDULE SB ATTACHMENTS

Retirement

Rates varying by age:

For purposes of determining the Funding Target (disregarding at-risk assumptions), the rates at which participants retire by age are shown below:

Percentage retiring during the year		
Age		Rate
55 - 61		6.1%
62 - 64		10.2%
65		20.7%
66		26.8%
67 - 69		16.5%
70		22.4%
71 - 74		16.9%
75 +		100%

Benefit

commencement date:

- Preretirement death benefit The later of the death of the active participant or the date the participant would have attained earliest retirement age
- Deferred vested benefit The later of age 65 or termination of employment
- Disability benefit Upon disablement
- Retirement benefit Upon termination of employment

Form of payment

75% assumed to elect a single life annuity and 25% assumed to elect a 50% joint and survivor annuity.

Percent married

65% of males; 65% of females. Used to value pre-retirement surviving spouse benefits.

Spouse age

Wife three years younger than husband.

Timing of benefit payments

Annuity payments are payable monthly at the beginning of the month.

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SCHEDULE SB ATTACHMENTS

Methods

Valuation Date	First day of plan year.
Funding Target	Present value of accrued benefits as required by regulations under IRC §430
Target Normal Cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year as required by regulations under IRC §430.
Decrement timing	The approach used is called rounded middle of year (rounded MOY) decrement timing. Most events are assumed to occur at the middle of year during which the eligibility condition will be met or the start/end date will occur. For death and disability decrements, the rate applied is based on the participant's rounded age (nearest integer age) at the beginning of the year, to align with the methodology generally used to create those rate tables. For retirement and withdrawal decrements: the age is generally the participant's rounded age at the middle of the year.
Actuarial value of assets for determining minimum required contributions	Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings of 6.6% in the prior year and 6.2% in the second prior year (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2022 plan year.) The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.
Benefits not valued	<p>All benefits described in the Plan Provisions section of this report were valued. WTW has reviewed the plan provisions with The Neiman Marcus Group LLC and, based on that review, is not aware of any significant benefits required to be valued that were not.</p> <p>The plan pays small lump sum benefits (with a present value of up to \$5,000 in a single lump sum payment). Such lump sums are not explicitly valued; rather such participants' benefits are valued using the benefit choice assumptions described above.</p>

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SCHEDULE SB ATTACHMENTS

Data Sources

The Neiman Marcus Group LLC through its third party administrator, furnished participant data as of August 1, 2023. Information on assets, contributions and plan provisions was supplied by the plan sponsor. Data and other information were reviewed for reasonableness and consistency, but no audit was performed. Based on discussions with the plan sponsor, assumptions or estimates may have been made when data were not available.

- For participants with missing sex or have "U" sex code, we assumed they were female.
- If a beneficiary had a missing date of birth, then it was assumed females were three years younger than males.
- For beneficiaries, it was assumed they had the opposite sex as the participant.
- For deferred beneficiaries with no benefit information provided, we assumed the prior year beneficiary benefit if available, or estimated the benefit based on the participant's benefit information.
- For in payment retirees with a date of death reported for the spouse, we assumed the form of payment was a single life annuity.

We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.

Assumptions Rationale - Significant Economic Assumptions

Discount rate

The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.

Plan-related expenses

As required by regulations, plan-related expenses are estimated by determining the expected actual expenses for the coming year, reflecting items like expected PBGC premiums and the actual expenses paid from the trust the preceding year.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Rates of increase in:

- Assumed return for asset smoothing The assumed return of 6.60% used for asset smoothing is the expected return on assets assumption chosen by the client for the 2022 plan year under U.S. GAAP without any reduction for administrative expenses. We concurred with that assumption. The client's assumed return was limited by the third segment rate reflecting stabilization for the 2022 plan year of 5.92%.

Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality Assumptions used for funding purposes are as prescribed by IRC §430(h).

Disabled Mortality Assumptions used for funding purposes are as prescribed by IRC §430(h).

Termination Termination rates were based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Retirement Retirement rates were based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Deferred Vested Benefit Commencement Date The deferred vested benefit commencement date assumption was based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Form of payment The form of payment election assumptions were based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Prescribed Methods

Funding Methods

The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are “prescribed methods set by law”, as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.

Changes in Assumptions and Methods

Change in assumptions and methods since prior valuation

The segment interest rates used to calculate the funding target were updated from an applicable month of April 2022 to April 2023.

The mortality table used to calculate the funding target was updated to include one additional year of projected mortality improvement, and to reflect the latest mortality improvement scale, as required by guidance issued by IRS under IRC §430.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
SCHEDULE H: LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
EIN #95-4119509 Plan #001
July 31, 2024

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
<i>Category (iii) - Series of transactions in excess of 5% of beginning Plan assets:</i>						
EB Temp Inv FD	EB Temp Inv FD 1.147% 12/31/2049 DD 11/01/01	56,225,830	—	—	56,225,830	—
EB Temp Inv FD	EB Temp Inv FD 1.147% 12/31/2049 DD 11/01/01	—	63,100,322	63,100,322	63,100,322	—
BLACKROCK MSCI ACWI	BLACKROCK MSCI ACWI	11,850,000	—	—	11,850,000	—
BLACKROCK MSCI ACWI	BLACKROCK MSCI ACWI	—	4,541,557	2,770,107	4,541,557	1,771,450
LONG US GOVT BOND INDX NL CTF (CM1Q)	Long US Govt Bond Index NL CTF (CM1Q)	—	—	—	—	—

There were no Category (i), (ii) or (iv) reportable transactions during the year ended July 31, 2024.
Columns (e) and (f) are not applicable.

**SCHEDULE SB
(Form 5500)**

Department of the Treasury
Internal Revenue Service
Department of Labor
Employee Benefits Security Administration
Pension Benefit Guaranty Corporation

**Single-Employer Defined Benefit Plan
Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2023

This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 08/01/2023 and ending 07/31/2024

▶ **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 THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN		B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF THE NEIMAN MARCUS GROUP LLC		D Employer Identification Number (EIN) 95-4119509	
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>08</u> Day <u>01</u> Year <u>2023</u>			
2 Assets:			
a Market value.....	2a	310,485,556	
b Actuarial value.....	2b	341,534,112	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment.....	1,938	221,661,563	221,661,563
b For terminated vested participants.....	2,773	124,861,553	124,861,553
c For active participants.....	963	72,707,803	73,127,209
d Total.....	5,674	419,230,919	419,650,325
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	5.20%	
6 Target normal cost			
a Present value of current plan year accruals.....	6a	0	
b Expected plan-related expenses.....	6b	5,900,000	
c Target normal cost.....	6c	5,900,000	

Statement by Enrolled Actuary

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

SIGN HERE	Brian Kabat <i>BK</i>	04/11/2025
Signature of actuary		Date
Brian Kabat		2308371
Type or print name of actuary		Most recent enrollment number
Willis Towers Watson US LLC		214-530-4200
Firm name		Telephone number (including area code)
500 N. AKard Suite 4300 Dallas TX 75201		
Address of the firm		

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

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

Schedule SB (Form 5500) 2023
v. 230728

Part II Beginning of Year Carryover and Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	45,398,559
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	11,396,634
9	Amount remaining (line 7 minus line 8)	0	34,001,925
10	Interest on line 9 using prior year's actual return of <u>-1.58</u> %	0	-537,230
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year).....		67,277
	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> %.....		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		-1,063
	c Total available at beginning of current plan year to add to prefunding balance.....		66,214
	d Portion of (c) to be added to prefunding balance.....		0
12	Other reductions in balances due to elections or deemed elections.....	0	28,000,000
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	0	5,464,695

Part III Funding Percentages			
14	Funding target attainment percentage	14	80.08 %
15	Adjusted funding target attainment percentage	15	80.08 %
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	87.95 %
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
11/14/2023	3,500,000	0			
02/14/2024	3,500,000	0			
05/14/2024	3,500,000	0			
07/02/2024	5,000,000	0			
08/14/2024	7,000,000	0			
10/24/2024	5,000,000	0			
			Totals ▶	18(b)	18(c)
				27,500,000	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	26,330,779

20 Quarterly contributions and liquidity shortfalls:

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

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

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

Liquidity shortfall as of end of quarter of this plan year				
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th	
0	0	0	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
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions)	<input type="checkbox"/> Prescribed - combined	<input checked="" type="checkbox"/> Prescribed - separate	<input type="checkbox"/> 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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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	5,900,000	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	83,580,908	9,219,058	
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	15,119,058	
	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	15,119,058	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	26,330,779	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	11,211,721	
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. <input checked="" type="checkbox"/> 2019 <input type="checkbox"/> 2020 <input type="checkbox"/> 2021
--

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	The Neiman Marcus Group LLC
EIN/PN	95-4119509/001
Plan Name	The Neiman Marcus Group LLC Retirement Plan
Valuation Date	August 1, 2023
Enrolled Actuary	Brian Kabat
Enrollment Number	23-08371

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of August 1, 2023

(A)	(B)	(C)	(D)	(E)
AGE	RATE	LIVES	NUMBER OF RETIREMENTS (B)X(C)	WEIGHTED RETIREMENTS (A)X(D)
55	0.0610	1000	61	3355
56	0.0610	939	57	3208
57	0.0610	882	54	3066
58	0.0610	828	51	2929
59	0.0610	777	47	2798
60	0.0610	730	45	2672
61	0.0610	685	42	2551
62	0.1020	644	66	4071
63	0.1020	578	59	3714
64	0.1020	519	53	3388
65	0.2070	466	96	6272
66	0.2680	370	99	6538
67	0.1650	271	45	2991
68	0.1650	226	37	2535
69	0.1650	189	31	2148
70	0.2240	158	35	2470
71	0.1690	122	21	1467
72	0.1690	102	17	1236
73	0.1690	84	14	1041
74	0.1690	70	12	877
75	1.0000	58	58	4372
TOTAL			1,000	63,697

AVERAGE RETIREMENT AGE: 63,697 / 1,000 = 63.7

Plan Name: The Neiman Marcus Group LLC Retirement Plan
 EIN / PN: 95-4119509/001
 Plan Sponsor: The Neiman Marcus Group LLC
 Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis:

- Applicable month April 2023
- Interest rate basis Segment rates from 4 months preceding valuation date

Interest rates:

	Reflecting Corridors	Not Reflecting Corridors
• First segment rate	4.75%	2.68%
• Second segment rate	5.00%	3.93%
• Third segment rate	5.74%	4.12%
• Effective interest rate	5.20%	3.91%

Plan-related expenses

\$5,900,000

As permitted by law, rates reflecting stabilization are used to determine the funding target, and thus the minimum required contribution under IRC §430 for the plan. Because these assumptions are subject to a corridor based on average interest rates over a 25-year period, they may differ from (and currently are higher than) current market interest rates, and may be inconsistent with other economic assumptions used in the valuation.

Demographic Assumptions

Inclusion date

All employees who were participants in The Neiman Marcus Group LLC Retirement Plan on December 31, 2007. Future employees are not eligible to participate in this defined benefit plan.

New or rehired employees

It was assumed there will be no new or rehired employees.

Mortality

- Healthy Separate rates for non-annuitants based on (based on RP-2014 "Employees" table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2021) and annuitants (based on RP-2014 "Healthy Annuitants" table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2021).

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

- Disabled Alternative disabled life mortality tables as defined under Revenue Ruling 96-7.

Termination Rates varying by age:

Representative Termination Rates

Percentage leaving during the year	
Age	Rates
40	13.5%
45	10.4%
50	7.4%
55	4.3%
60	10.0%
65	100.0%

Disability The rates at which participants become disabled by age and gender are shown below:

Percentage becoming disabled during the year		
Age	Males	Females
20	0.03%	0.04%
25	0.03%	0.05%
30	0.04%	0.06%
35	0.05%	0.08%
40	0.07%	0.10%
45	0.10%	0.15%
50	0.18%	0.26%
55	0.36%	0.49%
60	0.90%	1.21%

Plan Name: The Neiman Marcus Group LLC Retirement Plan
 EIN / PN: 95-4119509/001
 Plan Sponsor: The Neiman Marcus Group LLC
 Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Retirement

Rates varying by age:

For purposes of determining the Funding Target (disregarding at-risk assumptions), the rates at which participants retire by age are shown below:

Percentage retiring during the year	
Age	Rate
55 - 61	6.1%
62 - 64	10.2%
65	20.7%
66	26.8%
67 - 69	16.5%
70	22.4%
71 - 74	16.9%
75 +	100%

Benefit commencement date:

- Preretirement death benefit The later of the death of the active participant or the date the participant would have attained earliest retirement age
- Deferred vested benefit The later of age 65 or termination of employment
- Disability benefit Upon disablement
- Retirement benefit Upon termination of employment

Form of payment

75% assumed to elect a single life annuity and 25% assumed to elect a 50% joint and survivor annuity.

Percent married

65% of males; 65% of females. Used to value pre-retirement surviving spouse benefits.

Spouse age

Wife three years younger than husband.

Timing of benefit payments

Annuity payments are payable monthly at the beginning of the month.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
 EIN / PN: 95-4119509/001
 Plan Sponsor: The Neiman Marcus Group LLC
 Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Methods

Valuation Date	First day of plan year.
Funding Target	Present value of accrued benefits as required by regulations under IRC §430
Target Normal Cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year as required by regulations under IRC §430.
Decrement timing	The approach used is called rounded middle of year (rounded MOY) decrement timing. Most events are assumed to occur at the middle of year during which the eligibility condition will be met or the start/end date will occur. For death and disability decrements, the rate applied is based on the participant's rounded age (nearest integer age) at the beginning of the year, to align with the methodology generally used to create those rate tables. For retirement and withdrawal decrements: the age is generally the participant's rounded age at the middle of the year.
Actuarial value of assets for determining minimum required contributions	Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings of 6.6% in the prior year and 6.2% in the second prior year (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2022 plan year.) The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.
Benefits not valued	<p>All benefits described in the Plan Provisions section of this report were valued. WTW has reviewed the plan provisions with The Neiman Marcus Group LLC and, based on that review, is not aware of any significant benefits required to be valued that were not.</p> <p>The plan pays small lump sum benefits (with a present value of up to \$5,000 in a single lump sum payment). Such lump sums are not explicitly valued; rather such participants' benefits are valued using the benefit choice assumptions described above.</p>

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Data Sources

The Neiman Marcus Group LLC through its third party administrator, furnished participant data as of August 1, 2023. Information on assets, contributions and plan provisions was supplied by the plan sponsor. Data and other information were reviewed for reasonableness and consistency, but no audit was performed. Based on discussions with the plan sponsor, assumptions or estimates may have been made when data were not available.

- For participants with missing sex or have "U" sex code, we assumed they were female.
- If a beneficiary had a missing date of birth, then it was assumed females were three years younger than males.
- For beneficiaries, it was assumed they had the opposite sex as the participant.
- For deferred beneficiaries with no benefit information provided, we assumed the prior year beneficiary benefit if available, or estimated the benefit based on the participant's benefit information.
- For in payment retirees with a date of death reported for the spouse, we assumed the form of payment was a single life annuity.

We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.

Assumptions Rationale - Significant Economic Assumptions

Discount rate

The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.

Plan-related expenses

As required by regulations, plan-related expenses are estimated by determining the expected actual expenses for the coming year, reflecting items like expected PBGC premiums and the actual expenses paid from the trust the preceding year.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Rates of increase in:

- Assumed return for asset smoothing The assumed return of 6.60% used for asset smoothing is the expected return on assets assumption chosen by the client for the 2022 plan year under U.S. GAAP without any reduction for administrative expenses. We concurred with that assumption. The client's assumed return was limited by the third segment rate reflecting stabilization for the 2022 plan year of 5.92%.

Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality Assumptions used for funding purposes are as prescribed by IRC §430(h).

Disabled Mortality Assumptions used for funding purposes are as prescribed by IRC §430(h).

Termination Termination rates were based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Retirement Retirement rates were based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Deferred Vested Benefit Commencement Date The deferred vested benefit commencement date assumption was based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Form of payment The form of payment election assumptions were based on an experience study conducted in 2022, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons described above, we believe the assumptions do not significantly conflict with what would be reasonable.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Prescribed Methods

Funding Methods

The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are “prescribed methods set by law”, as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.

Changes in Assumptions and Methods

Change in assumptions and methods since prior valuation

The segment interest rates used to calculate the funding target were updated from an applicable month of April 2022 to April 2023.

The mortality table used to calculate the funding target was updated to include one additional year of projected mortality improvement, and to reflect the latest mortality improvement scale, as required by guidance issued by IRS under IRC §430.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Provisions

Effective Date	Original effective date of August 2, 1987, with plan amended and restated in its entirety as of December 31, 2014, with amendment #2 effective December 27, 2016.
Eligibility	All employees who were participants in The Neiman Marcus Group LLC Retirement Plan on December 31, 2007. Future employees are not eligible to participate in this defined benefit plan.

Definitions

Vesting Service	Periods of employment after age 18.
------------------------	-------------------------------------

Eligibility for Benefits Paid Upon the Following Events

Normal Retirement

- **Eligibility** Age 65 and 5 years of service.
- **Amount of Benefit** Benefit accruals were frozen as of December 31, 2007 for active participants who either: 1) were not a "Rule of 65" participant (Age plus Service is greater than or equal to 65 with at least 10 years of vesting service) as of that date or 2) were a "Rule of 65" participant but chose to move to the new 401(k) program. As of August 1, 2010, benefits for this remaining group were fully frozen.

Prior to the freeze, benefits were calculated as follows:

An annual benefit equal to the sum of the benefit accrued to July 1, 1980 plus a unit for each year or partial year after July 1, 1980 consisting of 1% of compensation (in the prior calendar year) less than the Social Security Taxable Wage Base plus 1-½% of compensation (in the prior calendar year) above such base. This benefit is payable for life. Some participants are eligible for minimum benefit guarantees based on earlier plan provisions.

Compensation will be limited and adjusted annually in accordance with IRS Code Section 401(a)(17).

The Annual Benefit will be limited and adjusted annually in accordance with IRS Code Section 415.

Plan Name:	The Neiman Marcus Group LLC Retirement Plan
EIN / PN:	95-4119509/001
Plan Sponsor:	The Neiman Marcus Group LLC
Valuation Date:	August 1, 2023

SCHEDULE SB ATTACHMENTS

Early Retirement

- Eligibility Age 55 and 15 years of service. If a participant of the prior Carter Hawley Hale plan before July 1, 1980, then age 55 and 10 years of service.
- Amount of Benefit A benefit equal to the accrued retirement benefit as of early retirement. This benefit is reduced for early commencement by 5% per year from age 65.

Deferred Retirement

- Eligibility Work beyond age 65.
- Amount of Benefit Normal retirement benefit increased by an approximate actuarial factor for deferred commencement.

Vested Retirement

- Eligibility Full vesting after 5 years of service. If a participant of the prior Horchow Mail Order LLC plan before February 1, 1989, then partial vesting applies in accordance with the following schedule:

Completed Years of Service	Vesting Percentage
Less than 4	0%
4	40%
5 or more	100%

- Amount of Benefit A benefit payable at age 65 equal to the accrued retirement benefit at termination multiplied by a vesting percentage.

Death Benefits

- Eligibility Vested.
- Amount of Benefit Surviving Spouse Benefit equal to half of the amount the employee would have received had the employee terminated employment at death, retired immediately (or when first eligible, if later) and elected to receive benefits under the 50% Joint and Survivor form.

Disability

- Eligibility Participant.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

- **Amount of Benefit** A benefit payable at age 65 equal to the vested retirement benefit assuming the vesting percentage is 100%.

Additional Provisions

Optional Forms 50%, 66-2/3%, 75%, 100% Joint and Survivor; 5-year, 10-year Certain and Continuous.

Actuarial Equivalence Interest rate of 6% and the 1984 Unisex Pension Mortality Table.

Future Plan Changes

No future plan changes were recognized in determining pension cost or in determining minimum and maximum contributions.

Changes in Benefits Valued Since Prior Measurement

There have been no changes in benefits valued since the prior year.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26a

Schedule of Active Participant Data for Frozen Plans as of August 1, 2023

Attained Age	Attained Years of Credited Service ¹										Total	
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over		
Under 25	0	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0	0
30-34	0	0	0	0	0	0	0	0	0	0	0	0
35-39	0	0	0	0	0	0	0	0	0	0	0	0
40-44	0	1	3	0	0	0	0	0	0	0	0	4
45-49	0	9	20	5	0	0	0	0	0	0	0	34
50-54	0	8	37	44	12	0	0	0	0	0	0	101
55-59	0	14	55	75	49	8	3	0	0	0	0	204
60-64	0	24	74	84	34	46	28	8	0	0	0	298
65-69	0	31	53	31	24	22	16	10	1	1	0	189
70 & over	0	32	39	30	12	11	4	4	1	0	0	133
Total	0	119	281	269	131	87	51	22	2	1	0	963
	0	2,418	4,476	6,927	8,857	10,604	15,160	12,454	0	0	0	6,820

¹ Age and service for purposes of determining category are based on exact (not rounded) values.

Plan Name: The Neiman Marcus Group LLC Retirement Plan

EIN / PN: 95-4119509/001

Plan Sponsor: The Neiman Marcus Group LLC

Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26b Schedule of Projection of Expected Benefit Payments

Plan Year	Active Participants	Terminated Vested Participants	Retired Participants and Beneficiaries Receiving Payments	Total
2023	1,046,388	2,343,515	23,476,025	26,865,928
2024	2,442,762	3,774,337	22,703,356	28,920,455
2025	3,133,217	4,727,195	21,897,418	29,757,830
2026	3,738,954	5,690,064	21,061,968	30,490,986
2027	4,314,904	6,647,384	20,199,981	31,162,269
2028	4,846,249	7,510,859	19,313,048	31,670,156
2029	5,266,052	8,234,271	18,405,312	31,905,635
2030	5,612,545	8,839,384	17,479,631	31,931,560
2031	5,887,211	9,272,087	16,542,906	31,702,204
2032	6,094,082	9,664,078	15,598,990	31,357,150
2033	6,236,281	10,025,094	14,649,443	30,910,818
2034	6,314,815	10,314,920	13,700,196	30,329,931
2035	6,341,956	10,547,774	12,753,005	29,642,735
2036	6,312,630	10,643,944	11,811,938	28,768,512
2037	6,233,857	10,629,289	10,881,396	27,744,542
2038	6,119,008	10,593,974	9,966,084	26,679,066
2039	5,967,159	10,515,637	9,070,926	25,553,722
2040	5,780,226	10,321,648	8,201,081	24,302,955
2041	5,560,688	10,056,116	7,361,838	22,978,642
2042	5,318,138	9,762,466	6,558,420	21,639,024
2043	5,055,910	9,412,813	5,795,837	20,264,560
2044	4,773,796	9,029,725	5,078,612	18,882,133
2045	4,481,428	8,624,415	4,410,567	17,516,410
2046	4,182,095	8,193,594	3,794,736	16,170,425
2047	3,875,149	7,736,208	3,233,208	14,844,565
2048	3,564,916	7,260,629	2,727,090	13,552,635
2049	3,256,063	6,770,330	2,276,489	12,302,882
2050	2,951,157	6,269,563	1,880,439	11,101,159
2051	2,653,017	5,763,496	1,536,927	9,953,440
2052	2,365,301	5,257,651	1,242,999	8,865,951
2053	2,091,221	4,757,800	994,925	7,843,946
2054	1,832,978	4,269,668	788,449	6,891,095
2055	1,592,529	3,798,702	618,988	6,010,219
2056	1,371,181	3,349,823	481,829	5,202,833
2057	1,169,795	2,927,184	372,325	4,469,304
2058	988,693	2,534,050	286,060	3,808,803
2059	827,720	2,172,750	218,967	3,219,437
2060	686,290	1,844,673	167,407	2,698,370
2061	563,455	1,550,325	128,210	2,241,990
2062	457,987	1,289,426	98,683	1,846,096
2063	368,454	1,060,976	76,601	1,506,031
2064	293,310	863,368	60,165	1,216,843
2065	230,961	694,532	47,954	973,447
2066	179,822	552,088	38,875	770,785

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

2067	138,367	433,445	32,098	603,910
2068	105,166	335,930	27,002	468,098
2069	78,907	256,873	23,129	358,909
2070	58,409	193,677	20,142	272,228
2071	42,624	143,901	17,800	204,325
2072	30,642	105,293	15,928	151,863

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32 Schedule of Amortization Bases as of August 1, 2023

Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1. Shortfall	08/01/2023	24,367,953	15.00000	24,367,953	2,231,634
2. Shortfall	08/01/2022	4,240,956	14.00000	4,081,484	391,913
3. Shortfall	08/01/2021	(14,135,732)	13.00000	(13,027,409)	(1,318,038)
4. Shortfall	08/01/2020	(18,666,803)	12.00000	(16,346,340)	(1,752,564)
5. Shortfall	08/01/2019	104,546,161	11.00000	84,505,220	9,666,113
Total				83,580,908	9,219,058

Plan Name: The Neiman Marcus Group LLC Retirement Plan
 EIN / PN: 95-4119509/001
 Plan Sponsor: The Neiman Marcus Group LLC
 Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	The Neiman Marcus Group LLC
EIN/PN	95-4119509/001
Plan Name	The Neiman Marcus Group LLC Retirement Plan
Valuation Date	August 1, 2023
Enrolled Actuary	Brian Kabat
Enrollment Number	23-08371

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of August 1, 2023

(A)	(B)	(C)	(D)	(E)
AGE	RATE	LIVES	NUMBER OF RETIREMENTS (B)X(C)	WEIGHTED RETIREMENTS (A)X(D)
55	0.0610	1000	61	3355
56	0.0610	939	57	3208
57	0.0610	882	54	3066
58	0.0610	828	51	2929
59	0.0610	777	47	2798
60	0.0610	730	45	2672
61	0.0610	685	42	2551
62	0.1020	644	66	4071
63	0.1020	578	59	3714
64	0.1020	519	53	3388
65	0.2070	466	96	6272
66	0.2680	370	99	6538
67	0.1650	271	45	2991
68	0.1650	226	37	2535
69	0.1650	189	31	2148
70	0.2240	158	35	2470
71	0.1690	122	21	1467
72	0.1690	102	17	1236
73	0.1690	84	14	1041
74	0.1690	70	12	877
75	1.0000	58	58	4372
TOTAL			1,000	63,697

AVERAGE RETIREMENT AGE: 63,697 / 1,000 = 63.7

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26b Schedule of Projection of Expected Benefit Payments

Plan Year	Active Participants	Terminated Vested Participants	Retired Participants and Beneficiaries Receiving Payments	Total
2023	1,046,388	2,343,515	23,476,025	26,865,928
2024	2,442,762	3,774,337	22,703,356	28,920,455
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2065	230,961	694,532	47,954	973,447
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EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

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2069	78,907	256,873	23,129	358,909
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2072	30,642	105,293	15,928	151,863

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Provisions

Effective Date	Original effective date of August 2, 1987, with plan amended and restated in its entirety as of December 31, 2014, with amendment #2 effective December 27, 2016.
Eligibility	All employees who were participants in The Neiman Marcus Group LLC Retirement Plan on December 31, 2007. Future employees are not eligible to participate in this defined benefit plan.

Definitions

Vesting Service	Periods of employment after age 18.
------------------------	-------------------------------------

Eligibility for Benefits Paid Upon the Following Events

Normal Retirement

- **Eligibility** Age 65 and 5 years of service.
- **Amount of Benefit** Benefit accruals were frozen as of December 31, 2007 for active participants who either: 1) were not a "Rule of 65" participant (Age plus Service is greater than or equal to 65 with at least 10 years of vesting service) as of that date or 2) were a "Rule of 65" participant but chose to move to the new 401(k) program. As of August 1, 2010, benefits for this remaining group were fully frozen.

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Compensation will be limited and adjusted annually in accordance with IRS Code Section 401(a)(17).

The Annual Benefit will be limited and adjusted annually in accordance with IRS Code Section 415.

Plan Name:	The Neiman Marcus Group LLC Retirement Plan
EIN / PN:	95-4119509/001
Plan Sponsor:	The Neiman Marcus Group LLC
Valuation Date:	August 1, 2023

SCHEDULE SB ATTACHMENTS

Early Retirement

- Eligibility Age 55 and 15 years of service. If a participant of the prior Carter Hawley Hale plan before July 1, 1980, then age 55 and 10 years of service.
- Amount of Benefit A benefit equal to the accrued retirement benefit as of early retirement. This benefit is reduced for early commencement by 5% per year from age 65.

Deferred Retirement

- Eligibility Work beyond age 65.
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Vested Retirement

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Less than 4	0%
4	40%
5 or more	100%

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Death Benefits

- Eligibility Vested.
- Amount of Benefit Surviving Spouse Benefit equal to half of the amount the employee would have received had the employee terminated employment at death, retired immediately (or when first eligible, if later) and elected to receive benefits under the 50% Joint and Survivor form.

Disability

- Eligibility Participant.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

SCHEDULE SB ATTACHMENTS

- **Amount of Benefit** A benefit payable at age 65 equal to the vested retirement benefit assuming the vesting percentage is 100%.

Additional Provisions

Optional Forms 50%, 66-2/3%, 75%, 100% Joint and Survivor; 5-year, 10-year Certain and Continuous.

Actuarial Equivalence Interest rate of 6% and the 1984 Unisex Pension Mortality Table.

Future Plan Changes

No future plan changes were recognized in determining pension cost or in determining minimum and maximum contributions.

Changes in Benefits Valued Since Prior Measurement

There have been no changes in benefits valued since the prior year.

Plan Name: The Neiman Marcus Group LLC Retirement Plan
EIN / PN: 95-4119509/001
Plan Sponsor: The Neiman Marcus Group LLC
Valuation Date: August 1, 2023

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
SCHEDULE H: LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
EIN #95-4119509 Plan #001
July 31, 2024

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value	
CCT - Fixed Income Investments:				
Blackrock	Blackrock MSCI ACWI	61,915,948	110,093,876	
Blackrock	Cash at Blackrock	1	1	
State Street	Long US Govt Bond Index NL CTG	14,711,139	9,551,904	
			<u>119,645,781</u>	
Hedge Funds:				
Cemex S.A.B	Cemex SAB DE CV	5	6	
Avitah Energy Fund	Avitah Energy Fund LTD Class	2,105,680	5,846,186	
Broad Peak Investment Advisors	Broad Peak Fund II LTD.	8,878,134	7,872,315	
Man AHL	Man Ahl (TW) Dimension SPC	4,273,569	5,599,164	
LibreMax Capital	Libre Max E Value Offshore	5,275,000	6,262,480	
Maniyar Capital Advisors	Maniyar Eagle Fund LTD	8,460,000	8,776,996	
Maverick Holdings	Maverick Holdings C LTD Series	321,960	1,045,972	
Shepherd Investments	Shepherd Investments Intl LTD	51,398	18,819	
Sculptor Capital	Sculptor Overseas Fund LTD	1,178	773	
Tor Asia	Tor Asia Credit Fund	3,460,740	3,811,345	
Triton International Limited	Triton Fund LTD Class A	1,410,759	1,577,277	
Triton International Limited	Triton Fund LTD Class A	190,966	240,824	
Triton International Limited	Triton Fund LTD Jan 2023	106,839	159,429	
			<u>41,211,587</u>	
CCT - Equity Securities Investments:				
* BNY Mellon	EB Temp Inv FD	3,126,417	3,126,417	
Blackrock	TSY U.S. 15 YR Key Rate DUR NL	28,314,035	12,155,567	
Blackrock	TSY U.S. 20 YR Key Rate DUR NL	13,613,843	6,622,345	
Blackrock	TSY U.S. 25+ YR Key Rate DUR	28,235,298	10,604,069	
Blackrock	TSY US10 YR Key Rate DUR NL FD	27,515,956	13,604,040	
Blackrock	TREAS US 5 YR Key Rate DUR NL	6,848,663	6,514,029	
			<u>52,626,467</u>	
CCT - Real Estate Investments:				
Willis Towers Watson	WTW GT Real Asset Fund	35,686,580	45,995,772	
			<u>45,995,772</u>	
CCT - Diversified Credit Investments:				

THE NEIMAN MARCUS GROUP LLC RETIREMENT PLAN
SCHEDULE H: LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
EIN #95-4119509 Plan #001
July 31, 2024

Willis Towers Watson	WTW GT Diversified Credit Fund	29,236,315	35,376,832
			<u>35,376,832</u>
Limited Partnership Interests:			
Charlesbank Capital Partners	Charlesbank Equity Fund VII	669,450	27,032
Resource Capital Associates	Resource Capital Fund V LP	2,743,723	114,009
			<u>141,041</u>
			<u><u>\$294,997,480</u></u>

* - Party-in-interest.

See accompanying Independent Auditor's Report.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32
Schedule of Amortization Bases
as of August 1, 2023

Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1. Shortfall	08/01/2023	24,367,953	15.00000	24,367,953	2,231,634
2. Shortfall	08/01/2022	4,240,956	14.00000	4,081,484	391,913
3. Shortfall	08/01/2021	(14,135,732)	13.00000	(13,027,409)	(1,318,038)
4. Shortfall	08/01/2020	(18,666,803)	12.00000	(16,346,340)	(1,752,564)
5. Shortfall	08/01/2019	104,546,161	11.00000	84,505,220	9,666,113
Total				83,580,908	9,219,058

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