Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2023

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A This return/report is for:
- ☐ a multiemployer plan
- ☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)
- ☒ a single-employer plan
- ☐ a DFE (specify) ____

B This return/report is:
- ☐ the first return/report
- ☐ the final return/report
- ☐ an amended return/report
- ☐ a short plan year return/report (less than 12 months)

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

D Check box if filing under:
- ☒ Form 5558
- ☐ automatic extension
- ☐ the DFVC program
- ☐ special extension (enter description)

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

1b Three-digit plan number (PN) ▶ 016

1c Effective date of plan 08/01/2012

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
GENERAL MOTORS LLC

300 RENAISSANCE CENTER
MC 482-C33-A68
DETROIT, MI 48265

300 RENAISSANCE CENTER
MC 482-C33-A68
DETROIT, MI 48265

2b Employer Identification Number (EIN) 27-0383222

2c Plan Sponsor's telephone number 800-489-4646

2d Business code (see instructions) 336100

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	07/10/2025	CHRISTINE GONYEA
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address [X] Same as Plan Sponsor

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:

a Sponsor's name

4b EIN

c Plan Name

4d PN

5	Total number of participants at the beginning of the plan year	**5**	33036
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)**	9018
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	8644
b	Retired or separated participants receiving benefits	**6b**	9599
c	Other retired or separated participants entitled to future benefits	**6c**	12533
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	30776
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1156
f	Total. Add lines **6d** and **6e**.	**6f**	31932
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)**	0
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)**	0
h	Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

1A 1C 1E 3H 1I

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

9a Plan funding arrangement (check all that apply)

- **(1)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- **(1)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

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

Receipt Confirmation Code_____

SCHEDULE A
(Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2023

This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

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

1 Coverage Information:

(a) Name of insurance carrier
AETNA INSURANCE SEPARATE ACCOUNT 076

(b) EIN	**(c)** NAIC code	**(d)** Contract or identification number	**(e)** Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	**(g)** To
06-6033492	60054	014709	1171	10/01/2023	09/30/2024

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

(a) Total amount of commissions paid	**(b)** Total amount of fees paid

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	
5	Current value of plan's interest under this contract in separate accounts at year end	5	3595013

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

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

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

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			7b	
c	Additions: (1) Contributions deposited during the year	7c(1)			
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)			
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below) ▶	7c(5)			
	(6) Total additions			7c(6)	
d	Total of balance and additions (add lines **7b** and **7c(6)**)			7d	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)			
	(2) Administration charge made by carrier	7e(2)			
	(3) Transferred to separate account	7e(3)			
	(4) Other (specify below) ▶	7e(4)			
	(5) Total deductions			7e(5)	
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.			**10b**	

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE A
(Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2023

This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

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

1 Coverage Information:

(a) Name of insurance carrier
METROPOLITAN LIFE INSURANCE COMPANY

(b) EIN	**(c)** NAIC code	**(d)** Contract or identification number	**(e)** Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	**(g)** To
13-5581829	65978	32743	1171	10/01/2023	09/30/2024

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

(a) Total amount of commissions paid	**(b)** Total amount of fees paid

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	
5	Current value of plan's interest under this contract in separate accounts at year end	5	6004951

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

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

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity

(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee

(3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			7b	
c	Additions: (1) Contributions deposited during the year	7c(1)			
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)			
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below)	7c(5)			
	▶				
	(6) Total additions			7c(6)	
d	Total of balance and additions (add lines **7b** and **7c(6)**)			7d	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)			
	(2) Administration charge made by carrier	7e(2)			
	(3) Transferred to separate account	7e(3)			
	(4) Other (specify below)	7e(4)			
	▶				
	(5) Total deductions			7e(5)	
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.			**10b**	

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE A
(Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2023

This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

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

1 Coverage Information:

(a) Name of insurance carrier
PRUDENTIAL INSURANCE COMPANY

(b) EIN	**(c)** NAIC code	**(d)** Contract or identification number	**(e)** Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	**(g)** To
22-1211670	68241	040179	1171	10/01/2023	09/30/2024

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

(a) Total amount of commissions paid	**(b)** Total amount of fees paid

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

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

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

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

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

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

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

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	(c) Amount	**(d)** Purpose	

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	(c) Amount	**(d)** Purpose	

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	
5	Current value of plan's interest under this contract in separate accounts at year end	5	5125275

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

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

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

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			7b	
c	Additions: (1) Contributions deposited during the year	7c(1)			
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)			
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below) ▶	7c(5)			
	(6) Total additions			7c(6)	
d	Total of balance and additions (add lines **7b** and **7c(6)**)			7d	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)			
	(2) Administration charge made by carrier	7e(2)			
	(3) Transferred to separate account	7e(3)			
	(4) Other (specify below) ▶	7e(4)			
	(5) Total deductions			7e(5)	
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.			**10b**	

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE 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 10/01/2023 and ending 09/30/2024

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

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

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 10 Day 01 Year 2023

2 Assets:

a Market value	**2a**	3790514899
b Actuarial value	**2b**	4169566389

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	11350	2833705304	2833705304
b For terminated vested participants	12668	865945844	865945844
c For active participants	9018	1208521724	1265994385
d Total	33036	4908172872	4965645533

4 If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]

a Funding target disregarding prescribed at-risk assumptions	**4a**	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	**4b**	

5 Effective interest rate	**5**	5.28 %
6 Target normal cost		
a Present value of current plan year accruals	**6a**	0
b Expected plan-related expenses	**6b**	26847000
c Target normal cost	**6c**	26847000

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

06/03/2025
Date

KATHRYN M HOFFMAN
Type or print name of actuary

23-05658
Most recent enrollment number

WILLIS TOWERS WATSON US LLC
Firm name

667-300-8438
Telephone number (including area code)

800 NOTH GLEBE ROAD
ARLINGTON, VA 22203
Address of the firm

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

Part 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)	490219403	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	26596000	0
9	Amount remaining (line 7 minus line 8)	463623403	0
10	Interest on line 9 using prior year's actual return of 2.54 %	11776034	0
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year)		0
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 5.47 %		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	278349475	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	197049962	0

Part III Funding Percentages

14	Funding target attainment percentage	14	80.00 %
15	Adjusted funding target attainment percentage	15	80.00 %
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	89.31 %
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
09/26/2024	200000000	0			
			Totals ► 18(b)	200000000	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	190105411

20 Quarterly contributions and liquidity shortfalls:

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

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] 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:	2nd segment:	3rd segment:	
4.75 %	5.00 %	5.74 %	☐ 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) ☐ Prescribed - combined ☐ Prescribed - separate ☒ Substitute

Part VI Miscellaneous Items

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

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

26 Demographic and benefit information

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

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

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

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

a Target normal cost (line 6c)	**31a**	26847000
b Excess assets, if applicable, but not greater than line 31a	**31b**	0

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	993129106	95449362
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**	122296362

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	92595000		92595000

36 Additional cash requirement (line 34 minus line 35)	**36**	29701362
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	190105411
38 Present value of excess contributions for current year (see instructions)		
a Total (excess, if any, of line 37 over line 36)	**38a**	160404049
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	92595000
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	**39**	0
40 Unpaid minimum required contributions for all years	**40**	0

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

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**2023** **This Form is Open to Public Inspection.**

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

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

SEE ATTACHED PDF REPORT

FOR PART I, LINE 1
DISCLOSURES, MI 00000

(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

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(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)

SEE ATTACHED PDF REPORT

FOR PART I, LINE 2
DISCLOSURES, MI 00000

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SEE ATTACHED PDF REPORT FOR PART I, LINE 3 DISCLOSURES, MI 00000	

(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
SEE ATTACHED PDF REPORT FOR PART II, LINE 4 DISCLOSURES, MI 00000		SEE ATTACHED PDF REPORT

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

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

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

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2023

This Form is Open to Public Inspection.

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: GMAM GROUP TRUST III

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

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)
01-6231432-001	M	4939977

a Name of MTIA, CCT, PSA, or 103-12 IE: FIRST PLAZA GROUP TRUST

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

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)
25-6295264-001	C	173537866

a Name of MTIA, CCT, PSA, or 103-12 IE: FIRST PLAZA GROUP II

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

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)
26-6389533-001	C	5354794

a Name of MTIA, CCT, PSA, or 103-12 IE: WHITE PLAZA GROUP TRUST

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

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)
11-3317084-001	C	819670045

a Name of MTIA, CCT, PSA, or 103-12 IE: GMAM GROUP PENSION TRUST I

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

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)
01-0719298-001	M	0

a Name of MTIA, CCT, PSA, or 103-12 IE: GMAM INVESTMENT FUNDS TRUST

b Name of sponsor of entity listed in (a): GENERAL MOTORS INVESTMENT MANAGEMENT CORP

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)
13-3160892-001	M	7227

a Name of MTIA, CCT, PSA, or 103-12 IE: ALIC-SEPERATE ACCOUNT 076

b Name of sponsor of entity listed in (a): AETNA LIFE INSURANCE COMPANY SEPARATE ACCOUNT 076

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)
06-6033492-005	P	3595011

a Name of MTIA, CCT, PSA, or 103-12 IE: PRUDENTIAL CORE CONSERV INTD COND

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

c EIN-PN 23-6994310-156	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2008574

a Name of MTIA, CCT, PSA, or 103-12 IE: PRUDENTIAL U.S. LONG DURATION BOND

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

c EIN-PN 23-6994310-159	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3116701

a Name of MTIA, CCT, PSA, or 103-12 IE: ALL WEATHER PORTFOLIO LIMITED

b Name of sponsor of entity listed in (a): ALL WEATHER PORTFOLIO LIMITED

c EIN-PN 98-0501379-001	**d** Entity code E	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 39095874

a Name of MTIA, CCT, PSA, or 103-12 IE: MARKET ADVANTAGE II, LTD

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

c EIN-PN 94-3112180-001	**d** Entity code E	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 28850819

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II **Information on Participating Plans (to be completed by DFEs, other than DCGs)**
(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2023

This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

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	67757454	10228766
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	275000000	
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	90075587	163335830
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1987607	17971072
(2) U.S. Government securities	1c(2)	501232794	1266748527
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	655782901	549351753
(B) All other	1c(3)(B)	466359308	447194600
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	464594	
(B) Common	1c(4)(B)	412680840	-509580
(5) Partnership/joint venture interests	1c(5)	694635	650625
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		49443295
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	1011914934	1003687980
(10) Value of interest in pooled separate accounts	1c(10)	5321828	3595010
(11) Value of interest in master trust investment accounts	1c(11)	8829963	4947204
(12) Value of interest in 103-12 investment entities	1c(12)	53159687	67946693
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	290771529	703386146
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	54496194	71246401

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	3353994	548817
(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	3899883849	4359773139
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	36799849	226481338
i Acquisition indebtedness	1i		
j Other liabilities	1j	53286897	46112328
k Total liabilities (add all amounts in lines 1g through1j)	1k	90086746	272593666
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	3809797103	4087179473

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)	200000000	
(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)		200000000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	-325	
(B) U.S. Government securities	2b(1)(B)	38890580	
(C) Corporate debt instruments	2b(1)(C)	56466491	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	2794173	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		98150919
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	-5392	
(B) Common stock	2b(2)(B)	1930680	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	990187	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		2915475
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	8613821082	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	8662677641	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		-48856559
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	351153436	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		351153436

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	**2b(6)**		51328315
(7) Net investment gain (loss) from pooled separate accounts	**2b(7)**		564212
(8) Net investment gain (loss) from master trust investment accounts	**2b(8)**		-3858355
(9) Net investment gain (loss) from 103-12 investment entities	**2b(9)**		14219353
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	**2b(10)**		104929413
c Other income	**2c**		1834124
d Total income. Add all **income** amounts in column (b) and enter total	**2d**		772380333
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	**2e(1)**	463102867	
(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)**		463102867
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)**	1580990	
(2) Contract administrator fees	**2i(2)**	3055847	
(3) Recordkeeping fees	**2i(3)**	3675429	
(4) IQPA audit fees	**2i(4)**	23966430	
(5) Investment advisory and investment management fees	**2i(5)**		
(6) Bank or trust company trustee/custodial fees	**2i(6)**		
(7) Actuarial fees	**2i(7)**		
(8) Legal fees	**2i(8)**		
(9) Valuation/appraisal fees	**2i(9)**		
(10) Other trustee fees and expenses	**2i(10)**		
(11) Other expenses	**2i(11)**		
(12) Total administrative expenses. Add lines **2i(1)** through **(11)**	**2i(12)**		32278696
j Total expenses. Add all **expense** amounts in column (b) and enter total	**2j**		495381563
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	**2k**		276998770
l Transfers of assets:			
(1) To this plan	**2l(1)**		383600
(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) [X] 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)** [X] 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: ERNST & YOUNG LLP **(2)** EIN: 34-6565596

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.)	**4a**		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.)	**4b**		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.)	**4c**		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.)	**4d**		X	
e Was this plan covered by a fidelity bond?	**4e**	X		150000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	**4f**		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?	**4g**	X		684859096
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?	**4h**		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.)	**4i**	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.)	**4j**		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?	**4k**		X	
l Has the plan failed to provide any benefit when due under the plan?	**4l**		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	**4m**		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	**4n**			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? [ ] Yes [X] 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.) ..... [X] Yes [ ] No [ ] Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 539173.

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2023

This Form is Open to Public Inspection.

For calendar plan year 2023 or fiscal plan year beginning 10/01/2023 and ending 09/30/2024

A Name of plan
GENERAL MOTORS SALARIED RETIREMENT PROGRAM

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500
GENERAL MOTORS LLC

D Employer Identification Number (EIN)
27-0383222

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions ..... | **1** |

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

EIN(s): 04-3275867

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** | 1026

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☒ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) ..... | **6a** |

b Enter the amount contributed by the employer to the plan for this plan year ..... | **6b** |

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) ..... | **6c** |

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☒ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☒ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment)	**14a**	
b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	**14b**	
c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	**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: 17.0 % Private Equity: 8.0 % Investment-Grade Debt and Interest Rate Hedging Assets: 45.0 %

High-Yield Debt: 0.0 % Real Assets: 10.0 % Cash or Cash Equivalents: 2.0 % Other: 18.0 %

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_____.

GENERAL MOTORS

SALARIED RETIREMENT PROGRAM

Employer ID: 27-0383222

Plan Number: 016

Financial Statements as of September 30, 2024 and 2023 and for the Year Ended September 30, 2024

Supplemental Schedules as of and for the Year Ended September 30, 2024 and Report of Independent Auditors

GENERAL MOTORS SALARIED RETIREMENT PROGRAM

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Schedule H, Part IV, Line 4j—Schedule of Reportable Transactions for the Year Ended September 30, 2024……..…… ii

Building a better working world

Report of Independent Auditors

To the Plan Administrator and Participants of the
General Motors Salaried Retirement Program

Opinion

We have audited the financial statements of General Motors Salaried Retirement Program (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits and statements of accumulated plan benefits as of September 30, 2024 and 2023, and the related statement of changes in net assets available for benefits and statement of changes in accumulated plan benefits for the year ended September 30, 2024, and the related notes (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits and accumulated plan benefits of the Plan at September 30, 2024 and 2023, and the changes in its net assets available for benefits and changes in its accumulated plan benefits for the year ended September 30, 2024, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the 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 audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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.

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

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.

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

Supplemental Schedules Required by ERISA

Our audits were conducted for the purpose of forming an opinion of the financial statements as a whole. The supplemental schedules of assets (held at end of year) as of September 30, 2024, and reportable transactions for the year then ended (referred to as the "supplemental schedules"), are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, 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 information in the supplemental schedules is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Ernst & Young LLP

July 9, 2025

GENERAL MOTORS SALARIED RETIREMENT PROGRAM

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF SEPTEMBER 30, 2024 AND 2023
(in thousands)

	2024	2023
Assets		
Cash	$ 10,159	$ 67,662
Investments at estimated fair value:		
Interests in Investment Trusts	998,563	1,006,336
Interests in Master Trusts		
GMAM III	4,940	8,819
GIFT	7	11
Directly held investments:		
Equity securities	39	405,262
Debt securities (securities loaned: 2024 - $44,530; 2023 - $52,234)	2,330,000	1,649,827
Investment funds (measured at NAV)	752,198	306,585
Derivatives and other investments, net	34,208	20,301
Securities lending collateral	46,277	53,346
Net assets held in 401(h) account	19,131	15,919
Receivables:		
Due from brokers for securities sold	140,528	40,102
Accrued investment income and other	22,390	49,737
Contribution receivable-employer	-	275,000
Total assets	4,358,440	3,898,907
Liabilities		
Payable to brokers for securities purchased	219,693	6,757
Accrued administrative expenses and other	5,456	29,066
Amount related to obligations of 401(h) account	19,131	15,919
Liability to return securities lending collateral	46,112	53,287
Total liabilities	290,392	105,029
Net assets available for benefits	$ 4,068,048	$ 3,793,878

See notes to financial statements.

GENERAL MOTORS SALARIED RETIREMENT PROGRAM

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED SEPTEMBER 30, 2024
(in thousands)

Additions	
Investment income (loss):	
Net investment income from Investment Trusts	$ 50,492
Net investment income (loss) from Master Trusts	
GMAM III	(3,858)
Net realized and unrealized gains from directly held investments	420,277
Interest and dividend income	101,685
Other income, net	143
Contribution-employer	200,000
Total additions, net	768,739
Deductions	
Benefits paid to participants	462,674
Administrative expenses	32,279
Total deductions	494,953
Transfers in	384
Net increase	274,170
Net assets available for benefits	
Beginning of year	3,793,878
End of year	$ 4,068,048

See notes to financial statements.

GENERAL MOTORS SALARIED RETIREMENT PROGRAM

STATEMENTS OF ACCUMULATED PLAN BENEFITS
AS OF SEPTEMBER 30, 2024 AND 2023
(in thousands)

	2024	2023
Actuarial present value of accumulated Plan benefits		
Vested benefits:		
Participants currently receiving payments	$ 2,680,811	$ 2,747,308
Non-retired participants	1,201,602	1,044,510
Terminated vested participants	1,054,200	798,081
Total vested benefits	4,936,613	4,589,899
Nonvested benefits	52,275	52,161
Total	$ 4,988,888	$ 4,642,060

STATEMENT OF CHANGES IN ACCUMULATED PLAN BENEFITS
FOR THE YEAR ENDED SEPTEMBER 30, 2024
(in thousands)

	2024
Actuarial present value of accumulated Plan benefits, beginning of year	$ 4,642,060
Increase during the year attributable to:	
Interest	265,967
Benefits paid	(462,674)
Changes in actuarial assumptions	523,345
Experience loss	20,190
Net increase	346,828
Actuarial present value of accumulated Plan benefits, end of year	$ 4,988,888

See notes to financial statements.

Note 1. Description of the Plan

The following description of the General Motors Salaried Retirement Program ("Plan") provides only general information. The plan sponsor is General Motors LLC ("GM LLC", "GM" or "Company"), an indirect wholly owned subsidiary of General Motors Company ("GM Company"). Participants should refer to the Plan document for a more complete description of the Plan's provisions. The Plan is subject to the requirements of the Employee Retirement Income Security Act of 1974 ("ERISA") and the Internal Revenue Code ("IRC"), as amended.

General

The Plan is a defined benefit pension plan and principally covers active GM LLC salaried employees in the United States hired on or before December 31, 2006. Benefits provided under the Plan consist of the following and correspond to an employee's date of hire.

For employees hired prior to January 1, 2001:

- *Part A – Non-Contributory Benefits* ("Part A Benefits") provide a basic monthly benefit for credited service earned through December 31, 2006. Part A Benefits are based on an employee's salaried classification as specified in the Plan document and vested after five years of service.

- *Part B – Contributory Benefits* ("Part B Benefits") consist of primary and supplemental benefits. Primary Part B Benefits represent participant voluntary contributions made to the Plan and vested immediately. Participant voluntary contributions were curtailed effective January 1, 2007. Supplemental Part B Benefits are determined in accordance with a specified formula as defined in the Plan document.

- *Part D – Career Average Base Salary Benefits* ("Part D Benefits") provide a monthly benefit for employees who have five or more years of eligible service and worked on and after January 1, 2007 through September 30, 2012. Part D Benefits are determined at 1.25% of the employee's average monthly base salary plus incentive compensation (beginning January 1, 2008), not to exceed applicable IRC limits. Part D Benefits were frozen effective September 30, 2012.

For employees hired on or after January 1, 2001 and before January 1, 2007:

- *Part C – Account Balance Benefits* ("Part C Benefits") represent the cash balance feature of the Plan. Employees earned pay credits that were allocated to their notional accounts monthly and computed in accordance with the age and eligible base salary parameters as specified in the Plan document. Pay credits vested after 3 years of service. Employee notional accounts were also allocated interest credits monthly determined at the greater of 3.25% or the 30-Year Treasury Bond rate for the month of July preceding the beginning of the Plan year. Participants ceased earning pay credits effective January 1, 2007. Participant notional accounts continue to earn interest credits.

Certain retirees and surviving spouses eligible for Company provided health care upon retirement receive, commencing at age 65 when Company health care coverage ceases, a $300 monthly benefit from the Plan.

Note 1. Description of the Plan (continued)

As an alternative to an annuitized form of payment, the Plan provides eligible salaried participants with the option to elect a lump-sum distribution of their entire pension benefit upon retirement. The lump-sum distribution amount can be taken in the form of either: 1) cash; 2) direct transfer or roll-over into the participants 401(k) account in the General Motors Retirement Savings Plan for Salaried Employees in the United States or 3) direct transfer or roll-over into an individual retirement account or an eligible retirement plan. The lump-sum option is not applicable to total and permanent disability retirements.

The Investment Funds Committee ("IFC") of the GM LLC Board of Managers is the named fiduciary of the Plan responsible for reviewing and approving on an annual basis the Plan's investment allocation policy. General Motors Investment Management Corporation ("GMIMCo") is the Plan's named fiduciary for investment purposes. GMIMCo is an indirect wholly owned subsidiary of GM Company. State Street Bank and Trust Company ("State Street" or "Trustee") serves as the Plan's trustee.

401(h) Account

The Plan includes a medical benefit component to fund a portion of the postretirement obligations for certain eligible retirees and their beneficiaries. In accordance with IRC Section 401(h), the Plan's investments in the 401(h) account are restricted and may not be used for, or diverted to, any purpose other than providing health care benefits for eligible retirees and their beneficiaries. The related obligations for retiree health care benefits were not included in the Plan's obligations in the *Statements of Accumulated Plan Benefits* under U.S. GAAP (hereinafter defined). Plan participants do not contribute to the 401(h) account. Company contributions to the 401(h) account are determined annually at the discretion of GM, subject to the limitations of IRC Section 401(h).

Employee Contributions

Accumulated employee contributions and interest thereon, net of applicable benefit payments, was approximately $43.9 million and $45 million at September 30, 2024 and 2023, respectively. Interest was credited to accumulated employee contributions at 3.25%.

Note 2. Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

The preparation of the financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and accumulated plan benefits and the reported amounts of changes therein. Actual results could differ from those estimates.

Contributions

GM contributions are made periodically and are within the limits established by ERISA. Required contributions made up to the earlier of the date the Plan's financial statements are available to be issued or eight and one-half months after the Plan year are recorded as contributions receivable or are otherwise recorded when received.

Note 2. Significant Accounting Policies (continued)

Payment of Benefits

Benefit payments are recorded when paid.

Administrative Expenses

Certain Plan administrative expenses were paid by the Company and such costs are not reflected in these financial statements.

Interests in Master Trusts and Investment Trusts

A portion of the Plan's investments were held in the GMAM Group Pension Trust III ("GMAM III") and GMAM Investment Funds Trust ("GIFT"), each a master trust (collectively, "Master Trusts"). The GM sponsored benefit plans that participated in the Master Trusts were the Plan and the General Motors Hourly-Rate Employees Pension Plan ("Hourly Plan").

The Plan also owned beneficial interests in various group trusts ("Investment Trusts") which are managed by GMIMCo. The Investment Trusts permit commingling of the assets of more than one employee benefit plan for investment and administrative purposes, including plans of unrelated sponsors.

The Master Trusts and the Investment Trusts are tax exempt under the IRC and are direct filing entities. The plans that participated in either the Master Trusts and/or the Investment Trusts owned a divided beneficial interest in certain underlying investments, and changes therein, directly held by these respective trusts.

The net investment income (loss) attributable to the Master Trusts and Investment Trusts was allocated by the Trustee to each participating plan based on that plan's divided beneficial interest of the underlying securities in each applicable Master Trust and Investment Trust.

Risks and Uncertainties

The Plan, Master Trusts and the Investment Trusts hold numerous investment securities which are exposed to various risks, such as interest rate risk, credit risk and overall market risk. 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 those changes could materially affect the amounts reported in the financial statements.

The Plan's actuarial present value of accumulated benefits and contributions are determined based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported in the financial statements.

Note 2. Significant Accounting Policies (continued)

Fair Value Hierarchy

Accounting Standards Codification ("ASC") 820, *Fair Value Measurement* ("ASC 820"), as amended, promulgated by the Financial Accounting Standards Board ("FASB"), established a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below.

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly; and

Level 3 Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

The policy of the Plan, Master Trusts and the Investment Trusts is to transfer investments between the levels of the fair value hierarchy at the beginning of the year based upon changes to observable inputs that are significant to the overall fair value measurements.

Investment Valuation and Income Recognition

The Plan's investments and the investments held within the Master Trusts and Investment Trusts were estimated at fair value as described below.

Cash equivalents and other short-term investments – Money market funds and other similar short-term investment funds are valued using Net Asset Value ("NAV") (or its equivalent) as provided by the investment sponsor or third-party administrator. Prices for treasury bills, term deposits and other short-term fixed income securities are either received from independent pricing services, dealers who make markets in such securities or held at amortized cost. Independent pricing services utilize matrix pricing which considers readily available inputs such as the yield or price of bonds of comparable quality, coupon, maturity and type as well as dealer supplied prices. Money market mutual funds which provide investors with the ability to redeem their interests on a daily basis and for which the NAV (or its equivalent) is publicly available are classified in Level 1, otherwise Level 2. Other cash equivalents and short-term investments are classified in Level 2.

Equity securities – Common and preferred stocks for which market quotations are readily available at the measurement date are valued at the last reported sale price or official closing price on the primary market or exchange on which they are actively traded and are classified in Level 1. Common and preferred stocks for which the market is not considered to be active are valued via the use of observable inputs which may include the use of adjusted market prices last available, bids or last available sales prices and/or other observable inputs and are classified in Level 2. Common and preferred stocks classified in Level 3 are those privately issued securities or other issues that are valued via the use of valuation models using significant unobservable inputs that generally consider aged (stale) pricing, earnings multiples, discounted cash flows and/or other qualitative and quantitative factors.

Note 2. Significant Accounting Policies (continued)

Debt securities – Valuations for debt securities are based on quotations received from independent pricing services or from dealers who make markets in such securities. Debt securities priced via pricing services that utilize matrix pricing which considers readily observable inputs such as the yield or price of bonds of comparable quality, coupon, maturity and type, as well as dealer supplied prices, are classified in Level 2. Debt securities that are typically priced by dealers and pricing services via the use of proprietary pricing models that incorporate significant unobservable inputs are classified in Level 3. These inputs primarily consist of yield and credit spread assumptions, prepayment curves, discount rates, default assumptions and recovery rates.

Investment funds – Investments in exchange traded funds and mutual funds, for which market quotations are readily available, are valued at the last reported sale price, official closing price or publicly available (or its equivalent) "NAV" on the primary market or exchange on which they are traded and are classified in Level 1. Investments in non-exchange traded and private investment funds (including hedge funds, private equity funds, real estate funds and other alternative investment funds) are valued based on their respective NAV as a practical expedient to estimate fair value that is provided by the respective investment sponsors or investment advisers and reviewed and approved by the Plan's management. If Plan management concludes a reported NAV does not reflect fair value, or has not been determined as of the financial reporting measurement date, an adjustment may be necessary based on a review of material factors such as changes to the composition or performance of the underlying investment(s) or comparable investments, overall market conditions, expected sale prices for private investments which are probable of being sold in the short term and other economic factors that may possibly have a favorable or unfavorable effect on the reported NAV.

Private equity and debt investments – This category includes direct private equity investments acquired through private placement transactions and indirect investments made through private equity and debt investment funds, partnerships, limited liability companies, etc. Direct investments are generally valued in good faith via the use of the market approach (earnings multiples from comparable companies) or the income approach (discounted cash flow techniques) and may consider inputs such as revenue growth and gross margin assumptions, discount rates, discounts for lack of liquidity, market capitalization rates and the selection of comparable companies. As these valuations incorporate significant unobservable inputs, such investments are classified in Level 3. Indirect private equity and debt investments are valued at NAV similar to investment funds discussed above.

Real estate and other alternative investments – This category includes publicly traded real estate investment trusts, direct real estate, real estate mezzanine loans, infrastructure and natural resource investments (collectively, "other alternative investments") acquired through private placement transactions and indirect investments made through real estate and other alternative investment funds, partnerships, limited liability companies, etc. Publicly traded real estate investment trusts are classified in Level 1. Fair value estimates for direct investments are generally valued in good faith via the use of the market approach (comparable sales) or the income approach (discounted cash flow techniques) and may consider inputs such as annual gross rents, projected vacancy rates, collection loss and recovery rates, natural resource production and reserve estimates, forward price curves, operating expenses, discount rates and discounts for lack of liquidity. As these valuations incorporate significant unobservable inputs, such investments are classified in Level 3. Indirect real estate investments are valued at NAV similar to investment funds discussed above.

Note 2. Significant Accounting Policies (continued)

Derivatives – Exchange traded derivatives, such as options and futures, for which market quotations are readily available, are valued at the last reported sale price or official closing price on the primary market or exchange on which they are traded and are classified in Level 1. Over-the-counter derivatives, including but not limited to, swaps, swaptions and forwards, which are valued through independent pricing services with observable inputs, are generally classified in Level 2. Derivatives classified in Level 3 are typically valued via the use of pricing models which incorporate significant unobservable inputs. The inputs to the model-based valuations may include extrapolated or model-derived assumptions such as volatilities and yield and credit spread assumptions.

Security transactions were recorded on a trade-date basis. Investment income (loss) was recognized as earned based on the terms of the investments and the periods during which the investments were directly owned or held by the Master Trusts and Investment Trusts.

Note 3. Directly Held Investments

The following tables present by level within the fair value hierarchy the net investments directly held by the Plan by major category as of September 30, 2024 and 2023 (in thousands):

	2024			
	Level 1	**Level 2**	**Level 3**	**Total**
Investments measured at fair value				
Equity securities	$ 39	$ -	$ -	$ 39
Debt securities				
Government and agency	-	1,054,049	-	1,054,049
Corporate debt and other	-	1,275,951	-	1,275,951
Derivatives and other investments, net	(2,135)	20,967	15,376	34,208
Net investments subject to leveling	$ (2,096)	$ 2,350,967	$ 15,376	2,364,247
Investments measured at net asset value				
Investment funds				752,198
Net investments				$ 3,116,445

	2023			
	Level 1	**Level 2**	**Level 3**	**Total**
Investments measured at fair value				
Equity securities	$ 404,776	$ -	$ 486	$ 405,262
Debt securities				
Government and agency	-	526,388	-	526,388
Corporate debt and other	-	1,123,439	-	1,123,439
Derivatives and other investments, net	760	1,505	18,036	20,301
Net investments subject to leveling	$ 405,536	$ 1,651,332	$ 18,522	2,075,390
Investments measured at net asset value				
Investment funds				306,585
Net investments				$ 2,381,975

Note 3. Directly Held Investments (continued)

The activity attributable to Level 3 investments was not material during the year ended September 30, 2024.

Information regarding investment restrictions and unfunded commitments pertaining to the Plan's directly held investments for which fair value is measured at NAV is contained in Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions.

Note 4. Investment in Master Trusts

The net assets of the Master Trusts at September 30, 2024 were as follows (in thousands):

	2024		
	GMAM III	**GIFT**	**Combined**
Assets			
Cash	$ 2	$ 89	$ 91
Investments at fair value			
Equity securities	-	4,272	4,272
Investment funds	4,181	-	4,181
Other investments, net	2,278	345	2,623
Total investments	6,459	4,617	11,076
Receivables			
Accrued investment income and other	59	5,038	5,097
Total receivables	59	5,038	5,097
Total assets	6,520	9,744	16,264
Liabilities			
Payable for securities purchased and other	74	14	88
Total net assets	$ 6,446	$ 9,730	$ 16,176

The net assets of the Master Trusts at September 30, 2023 were as follows (in thousands):

	2023		
	GMAM III	**GIFT**	**Combined**
Assets			
Cash	$ 65	$ 1,952	$ 2,017
Investments at fair value			
Equity securities	-	166,226	166,226
Investment funds	8,100	-	8,100
Other investments, net	2,265	3,866	6,131
Total investments	10,365	170,092	180,457
Receivables			
Due from brokers for securities sold	-	226	226
Accrued investment income and other	1,692	6,572	8,264
Total receivables	1,692	6,798	8,490
Total assets	12,122	178,842	190,964
Liabilities			
Payable for securities purchased and other	12	345	357
Total net assets	$ 12,110	$ 178,497	$ 190,607

Note 4. Investment in Master Trusts (continued)

The net investment income (loss) attributable to the Master Trusts for the year ended September 30, 2024 was as follows (in thousands):

	GMAM III	GIFT
Investment income (loss)		
Net realized and unrealized loss on investments	$ (3,955)	$ (12,225)
Interest and dividend income (loss)	(1,024)	1,119
Other income, net	1,442	366
Net investment income (loss)	$ (3,537)	$ (10,740)

The following tables present by level within the fair value hierarchy the combined net investments of the Master Trusts by major category as of September 30, 2024 and 2023 (in thousands):

	2024			
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Equity securities	$ 4,272	$ -	$ -	$ 4,272
Other investments, net	-	2,623	-	2,623
Net investments subject to leveling	$ 4,272	$ 2,623	$ -	6,895
Investments measured at net asset value				
Investment funds				4,181
Net investments				$ 11,076

	2023			
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Equity securities	$ 166,150	$ -	$ 76	$ 166,226
Other investments, net	2,355	3,776	-	6,131
Net investments subject to leveling	$ 168,505	$ 3,776	$ 76	172,357
Investments measured at net asset value				
Investment funds				8,100
Net investments				$ 180,457

The activity attributable to Level 3 investments was not material during the year ended September 30, 2024.

Information regarding investment restrictions and unfunded commitments pertaining to the Master Trusts' investments for which fair value is measured at NAV is contained in Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions.

Note 4. Investment in Master Trusts (continued)

The Plan's divided interest of the net assets of each of the Master Trusts at September 30, 2024 was as follows (in thousands):

	2024		
	GMAM III	GIFT	Combined
Assets			
Cash	$ 2	$ -	$ 2
Investments at fair value			
Investment funds	4,181	-	4,181
Other investments, net	768	5	773
Total investments	4,949	5	4,954
Receivables			
Accrued investment income and other	3	2	5
Total receivables	3	2	5
Total assets	4,954	7	4,961
Liabilities			
Payable for securities purchased and other	14	-	14
Total net assets	$ 4,940	$ 7	$ 4,947

The Plan's divided interest of the net assets of each of the Master Trusts at September 30, 2023 was as follows (in thousands):

	2023		
	GMAM III	GIFT	Combined
Assets			
Cash	$ 1	$ -	$ 1
Investments at fair value			
Investment funds	8,100	-	8,100
Other investments, net	720	9	729
Total investments	8,820	9	8,829
Receivables			
Accrued investment income and other	3	2	5
Total receivables	3	2	5
Total assets	8,824	11	8,835
Liabilities			
Payable for securities purchased and other	5	-	5
Total net assets	$ 8,819	$ 11	$ 8,830

Note 5. Investment Trusts

The fair value of the Plan's investments in the Investment Trusts at September 30, 2024 and 2023 is presented in the following table (in thousands):

Trusts	2024	2023
First Plaza Group Trust	$ 173,538	$ 216,607
First Plaza Group Trust II	5,355	7,751
White Plaza Group Trust	819,670	781,978
Total beneficial interests in Investment Trusts	$ 998,563	$ 1,006,336

The following table provides a summary of the beneficial interests in the net assets of the combined Investment Trusts by participating plan, excluding amounts attributable to plans of unrelated sponsors, and the aggregate fair value of the underlying net investments subject to ASC 820 leveling as of September 30, 2024 and 2023 (in thousands):

	2024	2023
Plan	$ 998,563	$ 1,006,336
Hourly Plan	8,203,740	8,453,146
Total net assets of the Investment Trusts	9,202,303	9,459,482
Less:		
Cash	16,571	9,847
Net non-security assets	51,867	209,671
Fair value of net investments subject to leveling	$ 9,133,865	$ 9,239,964

The combined Investment Trusts' net investment income aggregated $175.6 million for the year ended September 30, 2024 and principally consisted of $184.8 million of interest and dividend income and $9.2 million of net realized and unrealized losses. The Plan's share of the combined Investment Trusts' net investment income totaled $50.5 million.

Note 5. Investment Trusts (continued)

The following tables present by level within the fair value hierarchy the underlying net investments of the Investment Trusts on an aggregate basis by major category as of September 30, 2024 and 2023 (in thousands):

	2024			
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Private equity and debt investments	$ -	$ -	$ 256,241	$ 256,241
Other investments, net	-	5	1,052	1,057
Net investments subject to leveling	$ -	$ 5	$ 257,293	257,298
Investments measured at net asset value				
Investment funds				3,852,443
Private equity and debt investments				2,472,736
Real estate and other alternative investments				2,551,388
Net investments				$ 9,133,865

	2023			
	Level 1	Level 2	Level 3	Total
Investments measured at fair value				
Private equity and debt investments	$ -	$ -	$ 197,459	$ 197,459
Other investments, net	-	6	1,148	1,154
Net investments subject to leveling	$ -	$ 6	$ 198,607	198,613
Investments measured at net asset value				
Investment funds				3,476,237
Private equity and debt investments				2,425,472
Real estate and other alternative investments				3,139,642
Net investments				$ 9,239,964

The activity attributable to Level 3 investments was not material during the year ended September 30, 2024.

Refer to Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions for related disclosures pertaining to the Investment Trusts' investments for which fair value is measured at NAV.

Note 6. Investment Risks

The IFC establishes the Plan's investment allocation policy and GMIMCo oversees the allocation of investments with a view towards achieving the desired investment objectives. The Plan's direct investments, investments in Master Trusts and Investment Trusts are/were exposed to various types of risks associated with the financial instruments and markets in which the Plan, Master Trusts and Investment Trusts invest. These risks include market risk, credit risk and liquidity risk. The overall risk management strategies and policies complement the Plan's investment strategy as discussed below.

Market Risk - Market risk includes the potential for both gains and losses and encompasses currency risk, interest rate risk and price risk.

Currency Risk – The Plan, Master Trusts and Investments Trusts may/did invest in financial instruments denominated in foreign currencies and might be/were exposed to risks that the foreign currency exchange rates might fluctuate in a manner that adversely effects the value of foreign currency denominated assets or liabilities. Foreign currency contracts may be used to manage currency risk.

Interest Rate Risk – The Plan, Master Trusts and Investments Trusts may/did invest in fixed income securities for which any change to the relevant interest rates for specific securities might result in an investment manager being unable to secure similar returns upon expiration of contracts or the sale of securities. In addition, changes to prevailing interest rates or changes in expectations of future interest rates might result in an increase or decrease in the fair value of the securities held. Interest rate swaps and other derivative financial instruments may be used to manage interest rate risk.

Price Risk – Price risk is the risk that the value of the financial instrument will fluctuate as a result of changes in market prices, whether caused by factors specific to an individual investment, its issuer or any factor affecting the value of financial instruments or securities. Price risk is generally managed by constructing a diversified portfolio of financial instruments. In addition, price risk may be hedged using derivative financial instruments such as options, swaps or futures.

Credit Risk - Counterparty credit risk is the risk that a counterparty to a financial instrument will default on its commitment. Counterparty credit risk is primarily related to over-the-counter derivative financial instruments used to manage exposures related to interest rates on long-term securities and foreign currency exchange rate fluctuations. The risk of default can be influenced by various factors including macro-economic conditions, market liquidity, fiscal and monetary policies and counterparty-specific characteristics and activities. Certain agreements with counterparties employ set-off, collateral support arrangements and other risk mitigation procedures designed to reduce the net exposure to credit risk in the event of counterparty default. Credit policies and processes are in place to manage exposure to credit risk on an ongoing basis and to manage concentrations of counterparty risk by seeking to undertake transactions with large well-capitalized counterparties and by monitoring the creditworthiness of these counterparties.

Liquidity Risk - Liquidity risk is the risk that the Plan will encounter difficulty in meeting obligations associated with its financial liabilities, primarily benefit payments as they become due. This situation might arise due to circumstances outside the Plan's control, such as general market disruption or an operational problem affecting the Plan sponsor or third parties. The ability to sell assets might also be impaired if other market participants are seeking to simultaneously sell similar assets.

Note 6. Investment Risks (continued)

Geopolitical Risk – In the first quarter of 2025, the U.S. Government introduced new tariffs applicable to virtually every industry. Such tariffs, and similar retaliatory tariffs imposed by other governments, could have a material adverse effect on GM's Financial condition. The tariff environment remains highly dynamic and continue to evolve. Ramification to the Plan could include decreased investment portfolio fair values for investments impacted by the tariffs, adverse investment performance, unfavorable changes in the Plan's pension obligation and related funding, among other consequences.

In early 2022, the Russian Federation invaded Ukraine and commenced an armed conflict that has caused near-term geopolitical uncertainty and significant volatility in the global financial and commodities markets. NATO, the EU and G7 member countries (including the United States) have imposed severe and coordinated sanctions against Russia. These actions have resulted in substantial disruptions to businesses with operations in Russia and overall investing activities. Restrictive measures have also been imposed by Russia. Russian financial instruments (i.e., equity securities, fixed income securities, etc.) have significantly declined in value and/or may no longer be tradable. The longer-term effects to geopolitical norms, the macroeconomic business environment and investment valuations are uncertain. The Plan’s direct and indirect exposure to Russian financial instruments at September 30, 2024 was not significant.

Certain investment funds, private equity and debt investments and real estate investments owned by the Plan, Master Trusts or Investment Trusts may be/were illiquid. Refer to Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions for related disclosures pertaining to these investments. It may not be possible to quickly liquidate some of these investments at an amount close to or equal to fair value in order to meet liquidity requirements or to respond to specific events such as deterioration in the creditworthiness of any specific issuer or counterparty. Because of the redemption restrictions and other inherent limitations attributable to these investments, the values for these investments may differ significantly from their fair values had a ready market existed, and the differences could be material.

Illiquid investments held in the portfolio are generally long-term investments that complement the long-term nature of the Plan’s accumulated plan benefits and are not used to fund benefit payments currently due. GMIMCo monitors liquidity risk on an ongoing basis and has procedures in place designed to maintain flexibility in addressing Plan-specific, broader industry and market liquidity events.

Note 7. Derivative Financial Instruments

The Plan, Master Trusts and the Investment Trusts may enter into various derivative financial instruments ("derivatives") to hedge or protect the underlying investments from changes in the interest rate, foreign exchange, commodity and securities markets. Losses may arise if the value of derivatives decreases due to an unfavorable change in the value of the underlying assets or if the counterparty does not perform under the contract. All derivative contracts held by the Plan are presented on a gross basis throughout these financial statements and are not offset even if the derivative contracts are subject to enforceable master netting agreements. The aggregate gross fair value of the derivative financial instruments held by the Plan at September 30, 2024 and 2023 are disclosed by risk classification in the following tables (in thousands). The Investment Trusts did not hold any derivative financial instruments at September 30, 2024 and 2023. The Master Trusts derivative contracts was less significant then that of the Plan at September 30, 2024 and 2023 and as such, detailed disclosures have been excluded.

	September 30, 2024		September 30, 2023	
Plan	**Gross Amount Presented**		**Gross Amount Presented**	
Derivative assets				
Equity contracts	$	1,421	$	38
Foreign exchange contracts		69		168
Credit contracts		3,080		78
Interest rate contracts		1,559		693
		6,129		977
Derivative liabilities				
Equity contracts		(31)		(65)
Foreign exchange contracts		(229)		(142)
Credit contracts		-		(31)
Interest rate contracts		(5,007)		(28,783)
		(5,267)		(29,021)
Total	$	862	$	(28,044)

The net realized and unrealized gains on derivatives held by the Plan for the year ended September 30, 2024 are disclosed by risk classification in the following table (in thousands). The net realized and unrealized gains on derivatives is included in Net realized and unrealized gains from direct investments within the Statement of Changes In Net Assets Available For Benefits.

Plan	**September 30, 2024**	
Interest rate contracts	$	51,344
Credit contracts		431
Foreign exchange contracts		(479)
Equity contracts		21,662
Total	$	72,958

Note 7. Derivative Financial Instruments (continued)

The notional amount of the derivative financial instruments held by the Plan at September 30, 2024 and 2023 are disclosed by risk classification in the following table (in thousands). The notional amount is the contractual amount applicable to the derivative financial instruments and not the amount at risk.

Plan	September 30, 2024	September 30, 2023
Interest rate contracts	$ 1,079,160	$ 760,268
Credit contracts	82,220	9,382
Foreign exchange contracts	52,160	27,893
Equity contracts	17	29
Total	$ 1,213,557	$ 797,572

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions

The Plan, Master Trusts and Investment Trusts held various investment funds, private equity and debt investments and real estate investments. Certain investment holdings are either represented by shares, units or other interests in which the NAV determined by the investment sponsor or manager is used as a practical expedient to estimate fair value. These investments may also contain redemption restrictions, have specified liquidation terms and conditions or require additional capital contributions. A discussion of these provisions for the respective investments underlying the Plan, Master Trusts and Investment Trusts follows.

Investment Funds

The investment funds held by the Plan, Master Trusts and Investment Trusts may be subject to initial period lock-up restrictions. An investment fund lock-up restriction is a provision which does not allow the investor to make a withdrawal from the fund during a specified initial period. In addition, investment funds may invest a portion of their assets in illiquid investments which are held in "side pockets" and represent separately held accounts. Certain investment funds may not be redeemed at all due to redemption restrictions imposed by fund managers. Distributions from such investment funds will be received as the underlying investments are liquidated.

The following describes the principal investment funds and related strategies held by the Plan, Master Trusts and Investment Trusts.

Equity funds primarily invest in U.S. equity securities as well as equity securities issued by companies incorporated, listed or domiciled in developed and/or emerging markets countries. Also included in this group are equity long/short investment funds that attempt to profit from security mispricing in equity markets.

Fixed income funds invest in high quality and high yield fixed income securities of domestic and foreign public and private company and government issuers. This category also includes investment funds whose focus is to invest in fixed income instruments that allow fund managers to profit from mispricing of these instruments. Certain derivative financial instruments may be used for hedging purposes by some fixed income fund managers to limit exposure to various risk factors.

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

Funds of hedge funds invest in a portfolio of alternative investment funds. Funds of hedge fund managers typically seek to achieve their objectives by allocating capital across a broad array of alternative investment funds and/or investment managers.

Global macro funds represent investment funds that focus on taking positions in derivative financial instruments and other securities depending on the movements in global financial markets. The investment strategy is typically based on forecasts and analysis about interest rate trends, movements in the general flow of funds, political changes, government policies, inter-government relations and other broad systemic factors.

Multi-strategy funds represent investment funds that invest in broadly diversified portfolios of equity, fixed income and derivative financial instruments. Certain investment funds may also employ multiple alternative investment strategies, in combination, such as global macro, event-driven and relative value.

Other investment funds include funds that invest in event-driven situations (i.e., mergers, hostile takeovers, reorganizations, recapitalizations, share buybacks or leveraged buyouts) and relative value (which seeks to take advantage of pricing discrepancies between instruments including equities, debt, options and futures).

The following tables summarize the fair value, redemption restrictions, unfunded commitments and other provisions related to investment funds directly held by the Plan at September 30, 2024 and 2023 (in thousands).

	2024				
	Fair	Unfunded	Redemption Attributes		
Description	Value	Commitments	Redeemable *	Frequency	Notice Period
Multi-strategy funds	$ 98,580	-	100%	Daily, Weekly, Monthly	0 - 5 Days
Equity funds	570,245	-	100%	Daily	5 - 10 Days
Other investment funds	83,373	-	100%	Daily, Monthly	0 - 5 Days
Total	$ 752,198	$ -			

	2023				
	Fair	Unfunded	Redemption Attributes		
Description	Value	Commitments	Redeemable *	Frequency	Notice Period
Multi-strategy funds	$ 79,734	-	100%	Daily, Weekly, Monthly	0 - 3 Days
Equity funds	$ 195,215	-	100%	Daily	5 - 6 Days
Other investment funds	31,636	-	100%	Monthly	5 Days
Total	$ 306,585	$ -			

* Represents the ratio of the fair value of these investment funds to the total fair value of investment funds in this category.

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

The following tables summarize the fair value, redemption restrictions, unfunded commitments and other provisions related to investment funds held by the Master Trusts and the Plan's beneficial interest of the investment funds held by the Investment Trusts at September 30, 2024 and 2023 (in thousands).

	2024				
	Fair	Unfunded	Redemption Attributes		
Description	Value	Commitments	Redeemable *	Frequency	Notice Period
Master Trusts					
Multi-strategy funds[(a)]	$ 4,181	$ -	0%	N/A	N/A
Investment Trusts					
Funds of hedge funds[(b)]	$ 6,993	$ 11,275	86%	Quarterly, Semi-Annually	90 - 95 Days
Fixed income funds[(c)]	43,779	1,990	90%	Quarterly, Semi-Annually, Annually	60 - 180 Days
Equity funds[(d)]	63,356	-	100%	Monthly, Quarterly, Semi-Annually	5 - 90 Days
Multi-strategy funds[(e)]	109,600	3,638	98%	Monthly, Quarterly	4 - 90 Days
Other investment funds	109,110	-	100%	Monthly, Quarterly	5 - 90 Days
Total	$ 332,838	$ 16,903			

	2023				
	Fair	Unfunded	Redemption Attributes		
Description	Value	Commitments	Redeemable *	Frequency	Notice Period
Master Trusts					
Multi-strategy funds[(a)]	$ 8,100	$ -	0%	N/A	N/A
Investment Trusts					
Funds of hedge funds(b)	$ 14,629	$ 11,983	72%	Semi-Annually	95 Days
Fixed income funds(c)	41,861	3,239	88%	Quarterly, Semi-Annually, Annually	60 - 180 Days
Equity funds(d)	57,457	-	100%	Monthly, Quarterly, Semi-Annually	5 - 90 Days
Multi-strategy funds(e)	92,628	3,400	98%	Monthly, Quarterly	4 - 90 Days
Other investment funds	106,551	-	100%	Monthly, Quarterly	5 - 90 Days
Total	$ 313,126	$ 18,622			

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

* Represents the ratio of the fair value of these investment funds to the total fair value of investment funds in this category.

(a) All investment funds in this category were in the process of liquidation.

(b) Approximately 22% (26% at September 30, 2023) of the fair value of the investment funds in this category were subject to an initial lock-up period of 3 years. Approximately 90% (96% at September 30, 2023) of the fair value of the nonredeemable investment funds in this category were in liquidation.

(c) Approximately 15% (14% at September 30, 2023) of the fair value of the investment funds in this category were subject to initial lock-up periods of 2 to 5 years. Approximately 78% (83% at September 30, 2023) of the fair value of the nonredeemable investment funds in this category were in liquidation.

(d) Approximately 83% (100% at September 30, 2024) of the fair value of the nonredeemable investment funds in this category were in liquidation.

(e) None of the fair value of the nonredeemable investment funds in this category were in liquidation as of September 2024 and September 2023.

Private Equity and Debt Investments

Private equity and debt investments pursue multiple strategies, including venture capital, leveraged buyouts, distressed debt and private investments in public equity. In addition, these investments may be structured with a focus on domestic or foreign equity and debt. Private equity and debt investments do not permit redemptions and there is no public market for these investments. A typical private equity and debt investment is made in a partnership that has a ten-year term, with two-to-three one-year extensions to the partnership term with the consent of either the partnership's limited partner advisory committee or a majority of the limited partners. Generally, the only way an investor is able to exit a private equity and debt investment prior to liquidation of the partnership is to sell its interest in the partnership in the private secondary market for such interest at a discount that will vary from time-to-time depending on market supply and demand. Due to the nature and inherent illiquidity of private market investments, the range of estimated liquidation periods for these investments may differ from their contractual lives.

Real Estate and Other Alternative Investments

These investments primarily comprise entities which are principally engaged in the ownership, acquisition, development, financing, sale and/or management of income-producing real estate properties, including commercial and residential properties as well as energy, natural resources and other industrial assets. These investments typically seek long-term growth of capital and current income that is above average relative to public equity securities and generally are not redeemable. Distributions from these entities occur as the underlying investments are liquidated.

Note 8. Investment Redemption Restrictions, Unfunded Commitments and Other Provisions (continued)

The following tables summarize the fair value, unfunded commitments and estimated liquidation periods related to the Plan's beneficial interests of the private equity and debt investments and certain real estate investments held by the Investment Trusts as of September 30, 2024 and 2023 (dollars in thousands). Neither the Plan nor the Master Trusts held any private equity and debt investments or real estate and other alternative investments subject to disclosure at September 30, 2024 and 2023.

	2024				
			Estimated Liquidation Period		
Description	Fair Value	Unfunded Commitments	Five Years or Less	Six to Ten Years	More Than Ten Years
Investment Trusts					
Private equity and debt investments	$ 257,082	$ 90,516	82%	0%	18%
Real estate and other alternative investments	369,036	59,399	33%	33%	34%
Total	$ 626,118	$ 149,915			

	2023				
			Estimated Liquidation Period		
Description	Fair Value	Unfunded Commitments	Five Years or Less	Six to Ten Years	More Than Ten Years
Investment Trusts					
Private equity and debt investments	$ 281,168	$ 79,552	93%	0%	7%
Real estate and other alternative investments	373,596	75,745	20%	47%	33%
Total	$ 654,764	$ 155,297			

Note 9. Securities Lending

The Plan commenced participation in a securities lending program in September 2022 through an agent whereby certain of the Plan's U.S. investment securities may be loaned to counterparties ("Borrower(s)"). The Borrowers fully collateralize the borrowed securities by providing the Plan permitted collateral as defined in the Securities Exchange Act of 1934 and may include either cash, letters of credit, or U.S. securities issued or guaranteed by the U.S. government. Loaned securities are collateralized at a minimum of 102% of their fair value plus any accrued interest in the case of debt securities. The Plan separately records the collateral received as an asset and a corresponding liability at the time the securities are loaned. Collateral is reported at fair value. All cash collateral is invested; however, the Plan may not sell or repledge any non-cash collateral received. As the fair value of the securities loaned changes, the Borrowers accordingly adjust the collateral held by the Plan.

The Borrowers have the right to sell or repledge the borrowed securities. The Plan can terminate a loan at any time. Upon the termination of a lending agreement, the Borrower is obligated to deliver the borrowed securities and the Plan is required to return the collateral originally received.

Note 9. Securities Lending (continued)

The fair values of the loaned securities and invested collateral and the liability to return the collateral are separately disclosed in the *Statements of Net Assets Available for Plan Benefits* in accordance with *Accounting Standards Codification 860, Transfers and Servicing.* At September 30, 2024 and 2023 the aggregate fair values of the securities loaned were $44.5 million and $52.2 million, respectively. The collateral received was approximately $46.2 million and $53.3 million at September 30, 2024 and 2023, respectively. The liability to return the collateral to the Borrowers approximated $46.1 million and $53.3 million at September 30, 2024 and 2023, respectively. The entire collateral balance consisted of cash equivalents and other short-term investments categorized in Level 2 of the fair value hierarchy and was entirely sourced from cash received from the Borrowers.

The Plan recognizes interest income and realized and unrealized gains and losses on the collateral. The Plan's securities lending income for the year ended September 30, 2024 was not significant.

Note 10. 401(h) Account

The aggregate fair value of the net assets of the Plan's 401(h) account at September 30, 2024 and 2023 was $19.1 million and $15.9 million, respectively. The principal investment underlying the 401(h)-account consisted of a publicly traded investment fund which was classified in Level 1 of the fair value hierarchy.

Note 11. Termination Priorities

Although it has not expressed any intention to do so, GM has the right under the Plan, in certain circumstances, to discontinue contributions at any time and to terminate the Plan in accordance with the provisions set forth in ERISA. If GM exercises its right to terminate the Plan voluntarily, participants will receive the full amount of their benefit entitlement as of the date of termination.

In the event that the Plan is terminated under a distress termination, the net assets of the Plan will be allocated for payment of Plan benefits to the participants in an order of priority determined in accordance with ERISA, applicable regulations thereunder and the Plan document.

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation ("PBGC"). Generally, the PBGC guarantees most vested normal age retirement benefits, certain early retirement benefits and certain disability and survivor 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 should the Plan be terminated under a distress termination at some future date 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 then-existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

Note 12. Federal Income Tax Status and Regulatory Matters

The Plan was established on August 1, 2012. The Plan received a favorable determination letter from the Internal Revenue Service ("IRS") dated May 6, 2014, , stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (Code) and therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualified status. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code or is taking the necessary steps to bring the Plan's operations into compliance with the Code and the related trusts continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

The Plan's management has analyzed the tax positions taken by the Plan and has concluded that as of September 30, 2024, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to audit by taxing jurisdictions. There are currently no audits for any tax periods in progress.

In October 2018, the U.S. Department of Labor initiated an audit of the Plan for the period commencing January 1, 2015 to the present. The audit is currently ongoing.

Note 13. Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments which are attributable to the service participants have rendered under the Plan's provisions. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated participants or their beneficiaries, (b) beneficiaries of employees who have died and (c) active participants or their beneficiaries.

The actuarial present value of accumulated plan benefits is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money through discounts for interest and the probability of payment by means of decrements such as for death, disability, withdrawal or retirement between the valuation date and the expected date of payment. The actuarial assumptions are based on the presumption that the Plan will continue. Different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits if the Plan were to terminate.

The following significant actuarial assumptions were used in the valuations for the years ended September 30, 2024 and 2023:

- The interest rate used to discount accumulated plan benefits was 5.04% and 6.03% at September 30, 2024 and 2023, respectively.

- The mortality of retired and non-retired participants was estimated using the RP-2014 White Collar Annuitant Male and Female Mortality tables and projected from base year 2006 with MP-2020 unadjusted. Adjustment factors of 0.863 and 0.923 were applied to the RP-2014 White Collar Annuitant Male and Female Mortality tables, respectively. The withdrawal rate, retirement rate and incidence of total and permanent disability assumptions were based on GM experience.

- The basic benefit ranged from $50.90 to $51.65 per month per year of credited service.

Note 13. Actuarial Present Value of Accumulated Plan Benefits (continued)

- Interest credited to participant accounts under the cash balance feature of the Plan was at the greater of 3.25% or the 30-year Treasury rate for the month of July preceding the valuation date. It was assumed 100% of participants with an account balance would elect to take their benefit in the form of a lump-sum payment upon termination.

- For non-disability retirements eligible participates, it was presumed that 50% of retirees would choose a lump sum payment and the remaining 50% would elect the annuity form of payment for retirement.

- It was assumed that approximately 80% of all male participants and 40% of all female participants would not reject the surviving spouse coverage and the husband-wife age difference is two years for males and two years for females.

The increase of $523.3 million in the accumulated plan benefits obligation from 2023 to 2024 is due to changes in actuarial assumptions and was principally attributable to the decrease in the discount rate from 6.03% to 5.04%. The present value of accumulated benefits as presented in the statements of accumulated benefit obligations does not reflect plan amendments effective after December 31, 2024.

Note 14. Employer Contributions

For the year ended September 30, 2024, the Company met the minimum funding requirements under ERISA and no contributions were due. The Company made cash contributions to the Plan during 2024 aggregating $200 million.

Note 15. Related Party and Party-In-Interest Transactions

The Plan, Master Trusts and Investment Trusts entered into related-party transactions which generally include investments or transactions with trustees, fund managers, GM Company and its subsidiaries and other GM sponsored benefit plans as described throughout these financial statements. Such transactions were within the scope of the investment guidelines as established by the IFC. These transactions also qualify as party-in-interest transactions and are exempt from the prohibited transaction rules pursuant to ERISA.

Note 16. Reconciliation of Financial Statements to the Form 5500

The following table presents a reconciliation of the net assets available for benefits per the financial statements to the Form 5500 as of September 30, 2024 and 2023 (in thousands).

	2024	2023
Net assets available for benefits per the financial statements	$ 4,068,048	$ 3,793,878
Add:		
Net assets held in 401(h) account	19,131	15,919
Net assets available for benefits per the Form 5500	$ 4,087,179	$ 3,809,797

Note 16. Reconciliation of Financial Statements to the Form 5500 (continued)

The following is a reconciliation of the changes in net assets available for benefits per the financial statements to the Form 5500 for the year ended September 30, 2024 (in thousands):

	Amounts per Financial Statements	401(h) Account Activity	Amounts per Form 5500
Total additions, net	$ 768,739	3,641	$ 772,380
Benefits paid to participants	462,674	429	463,103
Administrative expenses	32,279	-	32,279

Note 17. Subsequent Events

Subsequent events have been evaluated through July 9, 2025 which is the date these financial statements were available to be issued.

In December of 2024, GM completed a $699 million annuity purchase with MetLife for salaried retirees. As a result, the Salaried plan was amended to settle all obligations for about 6,000 in-pay Participants.

In December of 2024, GM made employer contributions of $260 million to the plan, which is earmarked for the plan year ending September 30, 2025, and as such, is not included in the above Statement of Changes in Net Assets Available for Benefits.

SUPPLEMENTAL SCHEDULES

SCHEDULE H, PART IV, LINE 4i—SCHEDULE OF ASSETS
(HELD AT END OF YEAR)
AS OF SEPTEMBER 30, 2024
(in thousands)

EMPLOYER ID: 27-0383222
PLAN NUMBER: 016

	(a) (b) Identity of Issue, Borrower, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
*	Investment in First Plaza Group Trust (25-6295264)	Common/Collective Trust	$ 328,240	$ 173,538
*	Investment in First Plaza Group Trust II (26-6389533)	Common/Collective Trust	87,024	5,355
*	Investment in White Plaza Group Trust (11-3317084)	Common/Collective Trust	725,152	819,670
	Total Investment Trusts		1,140,416	998,563
	Directly held investments:			
	Cash equivalents and other short-term investments (see attached)	Cash equivalents and other short-term investments	17,972	17,972
	Equity securities (see attached)	Equity securities	-	39
**	Debt securities (see attached)	Debt securities	2,325,033	2,330,000
	Investment funds (see attached)	Investment funds	650,201	752,198
	Private equity and debt investments (see attached)	Private equity and debt investments	-	651
	Insurance contracts (see attached)	Insurance contracts	11,233	14,725
	Derivatives, net (see attached)	Derivatives	3,110	860
	Total directly held investments		3,007,549	3,116,445
	Total investments		$ 4,147,965	$ 4,115,008
	Investment held in 401 (h) account:			
	Vanguard STAR Fund		$ 14,430	$ 19,055
	Securities lending collateral			
	Cash equivalents and other short-term investments (see attached)		$ 46,277	$ 46,277

* Denotes parties-in-interest.

** Includes General Motors Financial Company notes with a cost of $540 and current value of $549.

Note:
In compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, investments in Master Trust assets are excluded from this schedule.

SCHEDULE H, PART IV, LINE 4j—SCHEDULE OF REPORTABLE TRANSACTIONS **EMPLOYER ID: 27-0383222**
FOR THE YEAR ENDED SEPTEMBER 30, 2024 **PLAN NUMBER: 016**
(in thousands, except number of transactions)

(a) Identity of Party Involved	(b) Description of Asset	Number of Transactions	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Assets on Transaction Date	(i) Net Gain (Loss)
Single transactions:							
No single transaction equaled or exceeded the 5% reporting threshold as defined in the Department of Labor's Rules and Regulation for Reporting and Disclosure.							
Series of transactions:							
U.S. Government	US Treasury notes & bonds 11/15/2053, 4.750%	202	130,170	-	-	130,170	-
U.S. Government	US Treasury notes & bonds 11/15/2053, 4.750%	239		129,473	128,690	129,473	783
U.S. Government	US Treasury notes & bonds 02/15/2054, 4.250%	144	296,146	-	-	296,146	-
U.S. Government	US Treasury notes & bonds 02/15/2054, 4.250%	125		276,241	274,065	276,241	2,175
U.S. Government	US Treasury notes & bonds 05/15/2044, 4.625%	56	152,116	-	-	152,116	-
U.S. Government	US Treasury notes & bonds 05/15/2044, 4.625%	49		137,135	136,663	137,135	471
U.S. Government	US Treasury notes & bonds 05/15/2034, 4.375%	107	181,953	-	-	181,953	-
U.S. Government	US Treasury notes & bonds 05/15/2034, 4.375%	123		182,278	181,953	182,278	325
U.S. Government	US Treasury notes & bonds 05/31/2029, 4.500%	11	151,715	-	-	151,715	-
U.S. Government	US Treasury notes & bonds 05/31/2029, 4.500%	74		151,803	151,715	151,803	88

SCHEDULE H, PART IV, LINE 4j—SCHEDULE OF REPORTABLE TRANSACTIONS **EMPLOYER ID: 27-0383222**
FOR THE YEAR ENDED SEPTEMBER 30, 2024 **PLAN NUMBER: 016**
(in thousands, except number of transactions)

(a) Identity of Party Involved	(b) Description of Asset	Number of Transactions	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Assets on Transaction Date	(i) Net Gain (Loss)
U.S. Government	US Treasury notes & bonds 05/31/2031, 4.625%	11	206,172	-	-	206,172	-
U.S. Government	US Treasury notes & bonds 05/31/2031, 4.625%	48		206,015	206,172	206,015	(156)
U.S. Government	Treasury Bills 10/15/2024, 0.010%	3	100,435	-	-	100,435	-
U.S. Government	Treasury Bills 10/15/2024, 0.010%	30		100,097	99,354	100,097	744
U.S. Government	Treasury Bills 02/08/2024, 0.010%	4	138,702	-	-	138,702	-
U.S. Government	Treasury Bills 02/08/2024, 0.010%	10		139,342	139,342	139,342	1
U.S. Government	Treasury Bills 01/23/2024, 0.010%	4	171,410	-	-	171,410	-
U.S. Government	Treasury Bills 01/23/2024, 0.010%	1		173,274	173,274	173,274	-
U.S. Government	Treasury Bills 02/20/2024, 0.010%	4	95,307	-	-	95,307	-
U.S. Government	Treasury Bills 02/20/2024, 0.010%	1		95,800	95,800	95,800	-
U.S. Government	Treasury Bills 03/19/2024, 0.010%	3	96,111	-	-	96,111	-
U.S. Government	Treasury Bills 03/19/2024, 0.010%	4		96,599	96,599	96,599	1

GENERAL MOTORS SALARIED RETIREMENT PROGRAM
SCHEDULE H, PART IC, LINE 4i-SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DIRECTLY HELD INVESTMENTS
AS OF SEPTEMBER 30, 2024
(in thousands)

EMPLOYER ID: 27-0383222
PLAN NUMBER: 016

(a)		(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
Cash equivalents and other short-term investments					
		CREDIT AGRICOLE CIB TD - 01Oct24	Cash equivalents and other short-term investments	17,971	17,971
			Total cash equivalents and other short-term investments	**17,971**	**17,971**
Equity securities					
		LEAR CORP	Equity Securities	-	36
		LYONDELLBASELL INDUSTRIES CL A	Equity Securities	-	3
			Total equity securities	**-**	**39**
Debt securities					
		7-ELEVEN INC	Debt Securities	992	1,035
	#	ABBOTT LABORATORIES	Debt Securities	126	129
		ABBVIE INC	Debt Securities	7,688	7,727
		ABU DHABI GOVT	Debt Securities	616	581
		ADOBE INC	Debt Securities	554	581
	#	ADVANCED MICRO DEVICES INC	Debt Securities	110	102
		ADVENT HEALTH SYSTEM	Debt Securities	2,404	2,489
	#	ADVOCATE HEALTH CORP	Debt Securities	159	127
		AEP TEXAS	Debt Securities	566	509
		AEP TRANSMISSION	Debt Securities	1,929	1,840
		AES CORP/THE	Debt Securities	556	577
		AESOP 2022-3A B	Debt Securities	838	849
		AESOP 2023-4A B	Debt Securities	763	779
	*	AETNA INC	Debt Securities	2,150	2,182
		AFFRM 2023-A 1A	Debt Securities	502	502
	#	AGCO CORP	Debt Securities	825	862
		AGILENT TECH INC	Debt Securities	450	450
		AGREE LP	Debt Securities	1,126	1,172
		AHS HOSPITAL CORP	Debt Securities	807	707
	#	AIA GROUP	Debt Securities	293	297
		AIB GROUP PLC	Debt Securities	622	654
		AIR PRODUCTS & CHEMICALS	Debt Securities	129	111
		AIRCASTLE LTD	Debt Securities	197	187
		AKER BP ASA	Debt Securities	2,086	2,130
		ALABAMA POWER CO	Debt Securities	1,788	1,573
		ALAMEDA COUNTY JOINT POWERS AUTHORITY	Debt Securities	259	241
		ALBAC 4A BR	Debt Securities	2,992	3,076
		ALCON FINANCE CO	Debt Securities	383	349
		ALEXANDRIA REAL ESTATE EQUITIES	Debt Securities	1,451	1,510
	#	ALIBABA GROUP	Debt Securities	397	397
		ALLEGHANY CORP	Debt Securities	69	69
		ALLINA HEALTH SYSTEM	Debt Securities	50	34
		ALLSTATE CORP	Debt Securities	477	498
		ALLY FINANCIAL INC	Debt Securities	1,746	1,565
		ALTRIA GROUP INC	Debt Securities	301	294
	#	AMAZON.COM INC	Debt Securities	2,302	1,958
		AMEREN ILLINOIS	Debt Securities	1,473	1,173
		AMERICA MOVIL SA	Debt Securities	397	411
		AMERICAN AIRLINE 14 1 A PTT	Debt Securities	457	439
		AMERICAN EXPRESS	Debt Securities	3,875	4,013
		AMERICAN FINANCIAL GROUP	Debt Securities	1,117	977
		AMERICAN HOMES 4	Debt Securities	486	414
	# *	AMERICAN HONDA FINANCE CORP	Debt Securities	1,693	1,712
		AMERICAN INTERNATIONAL GROUP	Debt Securities	199	206

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	AMERICAN INTL GROUP	Debt Securities	1,414	1,497
#	AMERICAN TOWER	Debt Securities	2,009	2,056
	AMERICAN TRANSMISSION SYSTEMS	Debt Securities	107	99
	AMERICAN WATER	Debt Securities	1,210	1,097
	AMERICOLD REALTY OPERATING	Debt Securities	785	788
	AMFAM HOLDINGS	Debt Securities	500	397
	AMGEN INC	Debt Securities	8,769	8,945
	AMMC 2024-30A B	Debt Securities	553	554
	AMSR 2024-SFR1 D	Debt Securities	716	742
	ANALOG DEVICES	Debt Securities	2,239	2,241
	ANCHC 2021-17A A1	Debt Securities	1,502	1,501
	ANGLO AMERICAN	Debt Securities	1,055	1,089
	ANHEUSER BUSCH INBEV FIN	Debt Securities	1,516	1,605
	ANHEUSER BUSCH INBEV WORLDWIDE	Debt Securities	603	627
	ANHEUSER-BUSCH	Debt Securities	1,894	1,986
	AON CORP/AON GLO	Debt Securities	217	146
	AON NORTH AMERICA	Debt Securities	3,256	3,426
#	AON PLC	Debt Securities	265	232
#	APACHE CORP	Debt Securities	162	167
	APOLLO DEBT SOLUTIONS	Debt Securities	100	103
	APPALACHIAN POWER	Debt Securities	1,067	1,046
#	APPLE INC	Debt Securities	2,905	2,571
	APTIV PLC	Debt Securities	1,576	1,570
	ARCH CAPITAL GROUP LTD	Debt Securities	335	353
	ARCHER-DANIELS	Debt Securities	354	324
	ARES CAPITAL CORP	Debt Securities	99	103
	ARES FINANCE CO II	Debt Securities	100	93
	ARES FINANCE CO IV	Debt Securities	293	224
	ARES STRATEGIC INCOME	Debt Securities	198	199
	ARGNT BONAR	Debt Securities	-	-
	ARIZONA PUBLIC SERVICE	Debt Securities	1,153	953
#	ARTHUR J GALLAGHER + CO	Debt Securities	831	805
	ASCENSION HEALTH	Debt Securities	1,507	1,247
	ASHTEAD CAPITAL	Debt Securities	789	810
	ASSURED GUARANTY	Debt Securities	699	513
	ASTRAZENECA FIN	Debt Securities	3,267	3,381
	ASTRAZENECA PLC	Debt Securities	1,942	1,884
	AT&T INC	Debt Securities	11,924	11,657
	ATCLO 2021-18A B	Debt Securities	1,795	1,793
	ATHENE GLOBAL FUNDING	Debt Securities	880	908
	ATLX 2024-RPL1 A1	Debt Securities	289	289
	ATMOS ENERGY CORP	Debt Securities	377	378
#	AUTONATION INC	Debt Securities	2,062	2,135
	AUTOZONE INC	Debt Securities	856	889
	AVIATION CAPITAL GROUP	Debt Securities	910	927
	AVISTA CORP	Debt Securities	168	180
	BACARDI / MARTINI	Debt Securities	518	534
	BAE SYSTEMS PLC	Debt Securities	2,564	2,630
	BALTIMORE GAS + ELECTRIC	Debt Securities	600	616
	BAMLL 2015-200P A	Debt Securities	475	482
	BANCO BILBAO VIZCAYA	Debt Securities	200	212
	BANCO PACTUAL/KY	Debt Securities	398	398
	BANCO SANTANDER	Debt Securities	1,650	1,699
	BANK 2017-BNK6 A4	Debt Securities	2,696	2,746
	BANK 2019-BN21 A4	Debt Securities	1,218	1,253
	BANK 2020-BN25 AS	Debt Securities	437	440
	BANK 2022-BNK39 A4	Debt Securities	513	540
	BANK 2024-BNK47 A5	Debt Securities	778	811
	BANK GOSPODARSTW	Debt Securities	346	367
	BANK OF AMERICA CORP	Debt Securities	15,929	15,934

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	BANK OF MONTREAL	Debt Securities	3,356	3,406
	BANK OF NY MELLON	Debt Securities	2,526	2,693
# *	BARCLAYS PLC	Debt Securities	5,646	5,801
	BARRICK INTL BARBADOS	Debt Securities	47	50
	BARRICK PD AUST FIN PTY LTD	Debt Securities	371	323
	BAT CAPITAL CORP	Debt Securities	5,724	5,740
	BATLN 2021-17A A1R	Debt Securities	2,750	2,742
#	BAXTER INTL	Debt Securities	1,180	1,242
	BAY AREA CA TOLL AUTH TOLL BRI	Debt Securities	1,654	1,367
	BAYER US FINANCE II LLC	Debt Securities	1,847	1,774
	BAYER US FINANCE LLC	Debt Securities	1,053	1,110
	BAYLOR SCOTT & WHITE HOLDINGS	Debt Securities	906	650
	BBCMS 2023-5C23 A3	Debt Securities	2,665	2,721
	BBCMS 2024-5C27 A3	Debt Securities	1,854	1,912
	BBCMS 2024-5C27 XA	Debt Securities	61	59
	BCC 2019-1A AR2	Debt Securities	2,750	2,751
	BECTON DICKINSON AND CO	Debt Securities	1,943	2,009
	BERKSHIRE HATHAWAY ENERGY	Debt Securities	369	311
	BERKSHIRE HATHAWAY FINANCE	Debt Securities	1,045	1,138
	BGC GROUP INC	Debt Securities	488	507
#	BHP BILLITON FIN USA LTD	Debt Securities	3,224	3,357
	BLACK HILLS CORP	Debt Securities	1,225	1,292
*	BLACKROCK FUNDING INC.	Debt Securities	1,474	1,530
	BLACKSTONE HOLDINGS FINANCE	Debt Securities	1,291	1,128
	BLAST 2024-1 C	Debt Securities	358	365
	BLAST 2024-3 C	Debt Securities	1,000	1,016
	BLUE OWL FINANCE LLC	Debt Securities	1,282	1,140
	BMARK 2020-B16 AM	Debt Securities	440	445
	BMARK 2024-V7 A3	Debt Securities	3,117	3,198
	BMO 2023-5C1 A3	Debt Securities	3,115	3,190
	BMO 2023-5C2 A3	Debt Securities	3,213	3,284
	BMO 2024-C9 A5	Debt Securities	741	778
	BMO 2024-C9 XA	Debt Securities	153	155
#	BNP PARIBAS	Debt Securities	1,951	2,045
	BOBA 2023-1A AR	Debt Securities	2,724	2,726
# *	BOEING CO	Debt Securities	8,317	7,753
	BON SECOURS HEALTH	Debt Securities	425	444
	BOOZ ALLEN & HAMILTON	Debt Securities	99	107
	BOSTON PROPERTIES LP	Debt Securities	2,164	2,209
	BOSTON SCIENTIFIC CORP	Debt Securities	787	790
#	BP CAPITAL MARKETS AMERICA	Debt Securities	2,166	1,833
	BPCE SA	Debt Securities	2,101	2,196
	BRIGHTHOUSE FINANCIAL INC	Debt Securities	699	485
#	BRISTOL-MYERS	Debt Securities	10,255	9,875
	BRIXMOR OPERATING PARTNERSHIP	Debt Securities	1,533	1,587
	BROADCOM INC	Debt Securities	7,256	7,500
	BROOKFIELD FINANCE	Debt Securities	2,315	2,043
	BROOKLYN UNION GAS	Debt Securities	187	195
	BUNGE LTD FINANCE	Debt Securities	364	365
#	BURLINGTON NORTH	Debt Securities	4,403	4,194
	CA TXB-VAR PURP	Debt Securities	287	302
	CA UNIV REVENUE-B	Debt Securities	52	58
	CAIXABANK	Debt Securities	1,164	1,210
	CAMERON LNG	Debt Securities	110	124
	CAMPBELLS COMPANY	Debt Securities	941	955
	CANADIAN NATIONAL RAILWAY	Debt Securities	1,166	1,198
	CANADIAN NATIONAL RESOURCES	Debt Securities	2,685	2,747
	CANADIAN PACIFIC RAILWAY	Debt Securities	1,099	1,058
	CANTOR FITZGERALD LP	Debt Securities	399	424
	CANYC 2016-1A AR	Debt Securities	1,826	1,828

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	CAPITAL ONE FINL	Debt Securities	3,673	3,820
	CARGILL INC	Debt Securities	1,994	2,058
	CARNIVAL CORP	Debt Securities	303	290
#	CARRIER GLOBAL	Debt Securities	632	663
	CARVL 2018-1A AR	Debt Securities	697	697
	CARVL 2023-1A A1R	Debt Securities	2,750	2,761
	CAS 2022-R02 2M2	Debt Securities	710	707
	CAS 2023-R07 2M2	Debt Securities	788	780
	CAS 2024-R05 2M2	Debt Securities	135	135
	CAS 2024-R06 1B1	Debt Securities	205	206
	CBRE SERVICES IN	Debt Securities	69	75
#	CDW LLC/CDW FIN	Debt Securities	1,333	1,362
	CECLO 2020-30A A1R	Debt Securities	2,750	2,751
	CELANESE US HOLDINGS	Debt Securities	1,269	1,301
	CENCORA INC	Debt Securities	790	826
	CENOVUS ENERGY	Debt Securities	39	36
	CENTENE CORP	Debt Securities	1,881	1,938
#	CENTERPOINT ENERGY	Debt Securities	435	447
	CENTERPOINT ENERGY HOUSTON ELECTRIC	Debt Securities	1,718	1,720
	CENTERPOINT ENERGY RESOURCES	Debt Securities	469	469
	CF INDUSTRIES INC	Debt Securities	1,426	1,449
*	CGCMT 2018-C5 A3	Debt Securities	549	562
*	CGCMT 2019-C7 A3	Debt Securities	2,863	3,067
	CGI INC	Debt Securities	694	600
	CGMS 2015-4A A1RR	Debt Securities	500	500
	CGMS 2018-2A A1R	Debt Securities	345	345
	CHARLES SCHWAB	Debt Securities	501	514
	CHARTER COMMUNICATIONS OPERATING	Debt Securities	6,140	5,454
	CHASE 2024-RPL3 A1A	Debt Securities	159	165
#	CHENIERE ENERGY INC	Debt Securities	747	776
	CHENIERE ENERGY PARTNERS	Debt Securities	1,397	1,477
	CHEVRON CORP	Debt Securities	298	312
#	CHOICE HOTELS	Debt Securities	99	103
	CHUBB CORP	Debt Securities	741	692
	CHUBB INA HOLDINGS INC	Debt Securities	2,242	2,295
	CIGNA CORP	Debt Securities	1,743	1,588
	CIM 2024-R1 A1	Debt Securities	470	474
	CISCO SYSTEMS INC	Debt Securities	2,783	2,917
	CITIBANK NA	Debt Securities	863	907
# *	CITIGROUP INC	Debt Securities	10,180	10,134
#	CITIZENS FINANCE GROUP	Debt Securities	860	905
	CLECO CORP	Debt Securities	364	366
	CLEVELAND CLINIC FOUNDATION	Debt Securities	650	630
	CLEVELAND ELECTRIC ILLUMINATING	Debt Securities	1,424	1,374
	CLVR 2021-1A A	Debt Securities	2,750	2,751
	CMS ENERGY	Debt Securities	339	335
	CNO GLOBAL FUND	Debt Securities	294	306
	COCA-COLA CO/THE	Debt Securities	3,920	3,927
	COLONIAL ENTERPRISE	Debt Securities	1,025	1,074
	COLUMBIA PIPELINES HOLDINGS	Debt Securities	299	307
	COLUMBIA PIPELINES OPERATING CO	Debt Securities	1,204	1,315
#	COMCAST CORP	Debt Securities	5,788	5,623
	COMERICA INC	Debt Securities	738	773
	COMMONSPIRIT HEALTH	Debt Securities	813	841
#	COMMONWEALTH EDISON CO	Debt Securities	2,236	1,949
	CONAGRA BRANDS	Debt Securities	1,246	1,233
	CONN LIGHT & PWR	Debt Securities	433	448
	CONOCOPHILLIPS	Debt Securities	1,940	1,804
	CONSOLIDATED EDISON CO	Debt Securities	4,532	3,931
	CONSTELLATION BRANDS INC	Debt Securities	635	659

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	CONSTELLATION INSURANCE INC	Debt Securities	300	303
	CONSUMERS 2023 SECURITIZATION	Debt Securities	196	203
	CONSUMERS ENERGY	Debt Securities	2,451	2,501
	CONTINENTAL RESOURCES	Debt Securities	233	205
	COPT DEFENSE LP	Debt Securities	467	488
	COREBRIDGE FINANCIAL	Debt Securities	690	591
#	CORNELL UNIVERSITY	Debt Securities	940	951
	COTTAGE HEALTH	Debt Securities	71	69
	COUSINS LP	Debt Securities	95	97
	COX COMMUNICATIONS INC	Debt Securities	1,049	1,056
	CREDIT AGRICOLE SA	Debt Securities	576	586
	CRH SMW FINANCE	Debt Securities	999	1,035
#	CROWN CASTLE	Debt Securities	1,716	1,777
	CROWN CASTLE TOWERS LLC	Debt Securities	1,300	1,290
	CSAIL 2019-C17 A4	Debt Securities	899	914
	CSL FINANCE PLC	Debt Securities	754	719
	CSX CORP	Debt Securities	1,725	1,794
	CVS HEALTH CORP	Debt Securities	3,578	3,633
	CVS PASS THROUGH TRUST	Debt Securities	430	353
	DAIMLER TRUCK	Debt Securities	299	310
	DANAHER CORP	Debt Securities	95	106
	DANSKE BANK A/S	Debt Securities	1,225	1,233
	DCP MIDSTREAM OPERATING	Debt Securities	1,851	1,901
	DELMARVA POWER + LIGHT CO	Debt Securities	474	518
	DENTSPLY SIRONA	Debt Securities	1,079	1,102
*	DEUTSCHE BANK NY	Debt Securities	4,525	4,598
	DEVON ENERGY	Debt Securities	793	756
	DIAMONDBACK ENERGY INC	Debt Securities	2,917	2,999
	DICK'S SPORTING GOODS INC	Debt Securities	526	531
	DIRECTV FINANCING	Debt Securities	92	91
	DISCOVER FINANCIAL SERVICES	Debt Securities	553	570
#	DOLLAR GENERAL	Debt Securities	410	414
	DOMINION ENERGY	Debt Securities	640	667
	DOMINION ENERGY SOUTH CAROLINA	Debt Securities	888	757
	DOW CHEMICAL CO/THE	Debt Securities	1,138	1,178
	DPABS 2021-1A A2I	Debt Securities	432	448
	DRIVE 2024-1 C	Debt Securities	428	437
	DRSLF 2015-38A ARR	Debt Securities	403	403
	DTE ELECTRIC CO	Debt Securities	1,473	1,373
	DTE ELECTRIC SECURITIZATION FUNDING II	Debt Securities	296	294
	DTE ENERGY CO	Debt Securities	698	721
	DUKE ENERGY CAROLINAS	Debt Securities	1,773	1,805
#	DUKE ENERGY CORP	Debt Securities	3,145	2,913
	DUKE ENERGY FLORIDA LLC	Debt Securities	576	544
	DUKE ENERGY INDIANA LLC	Debt Securities	1,714	1,477
	DUKE ENERGY OHIO INC	Debt Securities	484	448
	DUKE ENERGY PROGRESS INC	Debt Securities	1,269	1,194
	DUKE UNIVERSITY HEALTH	Debt Securities	198	150
	DUPONT DE NEMOURS INC	Debt Securities	339	366
	DUQUESNE LIGHT	Debt Securities	557	581
	EASTERN GAS TRANSMISSION	Debt Securities	159	108
	EASTMAN CHEMICAL	Debt Securities	77	80
	ECOLAB INC	Debt Securities	135	91
	EDISON INTL	Debt Securities	2,686	2,791
	EIG PEARL HOLDINGS	Debt Securities	346	357
	EL PASO NATURAL GAS	Debt Securities	2,367	2,043
	ELECTRICITE DE FRANCE SA	Debt Securities	1,205	1,236
#	ELEVANCE HEALTH	Debt Securities	1,948	1,947
	ELI LILLY & CO	Debt Securities	3,676	3,738
	ELM10 2021-3A A1R	Debt Securities	3,252	3,247

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	EMBRAER NETHERLANDS FINANCE	Debt Securities	417	436
	EMERA US FINANCE	Debt Securities	574	557
#	EMORY UNIVERSITY	Debt Securities	388	396
	ENBRIDGE ENERGY PARTNERS	Debt Securities	69	75
	ENBRIDGE INC	Debt Securities	1,595	1,646
#	ENEL FIN INTL NV	Debt Securities	2,145	2,155
#	ENERGY TRANSFER LP	Debt Securities	8,285	8,370
	ENI SPA	Debt Securities	1,160	1,194
	ENLINK MIDSTREAM LLC	Debt Securities	201	205
	ENLINK MIDSTREAM PARTNERS	Debt Securities	200	200
	ENTERGY ARKANSAS	Debt Securities	560	437
	ENTERGY LOUISIANA LLC	Debt Securities	1,869	1,823
	ENTERGY TEXAS	Debt Securities	649	648
#	ENTERPRISE PRODUCTS OPERATING	Debt Securities	5,114	5,153
	EPR PROPERTIES	Debt Securities	246	249
	EQM MIDSTREAM PARTNERS	Debt Securities	100	103
	EQT CORP	Debt Securities	100	103
	EQUINIX EUROPE 2 FINANCING	Debt Securities	895	914
#	EQUINIX INC	Debt Securities	458	446
	EQUINOR ASA	Debt Securities	1,430	1,483
	EQUITABLE HOLDINGS	Debt Securities	823	834
	ERP OPERATING LP	Debt Securities	1,707	1,696
#	ESSENTIAL UTILITIES	Debt Securities	1,714	1,824
	EVEREST REINSURANCE HOLDINGS	Debt Securities	285	237
	EVERGY KANSAS CENTRAL	Debt Securities	352	320
	EVERGY METRO	Debt Securities	669	492
	EVERSOURCE ENERGY	Debt Securities	214	226
	EXTRA SPACE STORAGE	Debt Securities	300	307
#	EXXON MOBIL CORP	Debt Securities	2,750	2,532
*	FACTSET RESEARCH	Debt Securities	199	182
	FAIRFAX FINANCIAL HOLDING	Debt Securities	2,446	2,560
	FANNIE MAE	Debt Securities	849	849
	FED FARM CREDIT	Debt Securities	3,107	3,107
	FED HOME LN BANK	Debt Securities	22,420	22,420
	FEDEX CORP	Debt Securities	127	93
	FG Q43876	Debt Securities	722	721
	FHLB DISCOUNT NT	Debt Securities	102,954	102,954
	FHMS K124 X1	Debt Securities	249	243
	FHMS K-164 X1	Debt Securities	156	157
	FHMS K756 X1	Debt Securities	372	372
	FHR 4736 CL	Debt Securities	233	242
	FHR 5049 CI	Debt Securities	94	93
	FHS 278 40	Debt Securities	184	189
	FHS 373 100	Debt Securities	544	562
	FHS 386 C3	Debt Securities	204	200
	FHS 405 C17	Debt Securities	238	234
	FIDELITY NATIONAL FINANCIAL	Debt Securities	202	186
	FIDELITY NATIONAL INFORMATION SERVICES	Debt Securities	75	67
	FIFTH THIRD BANC	Debt Securities	1,781	1,841
	FIRSTENERGY CORP	Debt Securities	2,558	2,654
	FIRSTENERGY TRANSMISSION	Debt Securities	998	1,017
#	FISERV INC	Debt Securities	1,382	1,369
	FLEX LTD	Debt Securities	299	300
	FLORIDA POWER & LIGHT CO	Debt Securities	3,750	3,421
#	FMC CORP	Debt Securities	1,052	1,086
	FN BV5405	Debt Securities	532	551
	FN CA8955	Debt Securities	36	38
	FN CB5108	Debt Securities	1,708	1,700
	FN CB8082	Debt Securities	14,526	14,922
	FN FM3049	Debt Securities	3,025	3,050

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	FN FM3248	Debt Securities	703	706
	FN FM7786	Debt Securities	1,227	1,235
	FN FP0037	Debt Securities	778	814
	FN FS1386	Debt Securities	2,256	2,353
	FN FS2831	Debt Securities	329	340
	FN FS3932	Debt Securities	732	737
	FN FS4194	Debt Securities	356	373
	FN FS4736	Debt Securities	1,119	1,128
	FN FS5175	Debt Securities	481	494
	FN FS7252	Debt Securities	2,275	2,334
	FN FS7871	Debt Securities	1,180	1,228
	FN FS8098	Debt Securities	1,404	1,467
	FN FS8418	Debt Securities	1,944	1,961
	FN FS8968	Debt Securities	362	361
	FN MA3415	Debt Securities	311	323
	FN MA4306	Debt Securities	2,431	2,553
	FN MA4493	Debt Securities	974	1,018
	FN MA4547	Debt Securities	1,902	1,987
	FN MA4548	Debt Securities	1,136	1,187
	FN MA4597	Debt Securities	3,793	3,963
	FN MA4732	Debt Securities	1,974	2,054
	FN MA4805	Debt Securities	2,266	2,344
	FN MA4842	Debt Securities	338	345
	FN MA5039	Debt Securities	3,402	3,472
	FN MA5072	Debt Securities	1,169	1,193
	FN MA5272	Debt Securities	1,678	1,705
	FN MA5328	Debt Securities	3,326	3,376
	FN MA5387	Debt Securities	518	532
	FN MA5389	Debt Securities	1,678	1,704
	FNCI 2 10/23	Debt Securities	2,899	2,882
	FNCI 4.5 10/23	Debt Securities	579	577
	FNCL 2 10/23	Debt Securities	(2,169)	(2,148)
	FNCL 2.5 10/23	Debt Securities	(7,905)	(7,851)
	FNCL 3 10/23	Debt Securities	5,226	5,182
	FNCL 3 11/23	Debt Securities	31,553	31,525
	FNCL 3.5 10/23	Debt Securities	3,556	3,539
	FNCL 4 10/23	Debt Securities	(7)	-
	FNCL 4 11/23	Debt Securities	(6,450)	(6,432)
	FNCL 4.5 10/23	Debt Securities	(2,261)	(2,252)
	FNCL 4.5 11/23	Debt Securities	22,013	22,123
	FNCL 5 10/23	Debt Securities	2,208	2,173
	FNCL 5 11/24	Debt Securities	1,503	1,499
	FNCL 5.5 10/23	Debt Securities	(478)	(476)
	FNCL 5.5 7/25	Debt Securities	(7)	-
	FNCL 6 10/23	Debt Securities	(1,459)	(1,457)
	FNCL 6.5 10/24	Debt Securities	1,780	1,778
	FNCL 7 10/24	Debt Securities	988	987
	FNR 2014-92 SX	Debt Securities	80	92
	FNR 2015-19 JB	Debt Securities	414	432
	FNR 2015-34 LS	Debt Securities	124	154
	FNR 2015-65 CZ	Debt Securities	928	969
	FNR 2020-37 IM	Debt Securities	109	114
	FNR 2021-24 BA	Debt Securities	469	484
	FNR 2023-2 CI	Debt Securities	192	187
	FNR 2024-54 FC	Debt Securities	670	671
	FNS 441 C5	Debt Securities	122	122
*	FORD FOUNDATION	Debt Securities	263	168
*	FORD MOTOR CO	Debt Securities	165	166
*	FORD MOTOR CREDIT CO LLC	Debt Securities	2,877	2,925
	FORTRESS TRANSPORTATION & INFRASTRUCTURE	Debt Securities	199	216

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	FOUNDRY JV HOLDCO	Debt Securities	405	419
	FOX CORP	Debt Securities	99	98
	FR QH4686	Debt Securities	59	61
	FR QH4901	Debt Securities	3,882	3,989
	FR QH9783	Debt Securities	5,806	5,966
	FR RA4070	Debt Securities	38	40
	FR RA6019	Debt Securities	65	68
	FR RA6071	Debt Securities	190	199
	FR RA6334	Debt Securities	102	107
	FR RA6615	Debt Securities	65	68
	FR RA6623	Debt Securities	2,373	2,470
	FR RA8220	Debt Securities	274	272
	FR RJ1502	Debt Securities	23,939	24,143
	FR RJ1858	Debt Securities	1,114	1,110
	FR RJ2244	Debt Securities	1,019	1,021
	FR SD1218	Debt Securities	2,315	2,330
	FR SD1360	Debt Securities	718	732
	FR SD1470	Debt Securities	1,178	1,229
	FR SD1852	Debt Securities	2,727	2,846
	FR SD4435	Debt Securities	691	720
	FR SD5352	Debt Securities	778	788
	FR SD5593	Debt Securities	1,442	1,505
	FR SD8080	Debt Securities	1,847	1,929
	FR SD8097	Debt Securities	1,718	1,791
	FR SD8194	Debt Securities	1,530	1,598
	FR SD8195	Debt Securities	1,747	1,831
	FR SD8205	Debt Securities	6,765	7,072
	FR SD8212	Debt Securities	924	964
	FR SD8289	Debt Securities	1,138	1,160
	FR SD8363	Debt Securities	3,452	3,504
	FR SD8401	Debt Securities	1,171	1,194
	FR SD8408	Debt Securities	3,920	3,993
	FR SD8431	Debt Securities	5,247	5,467
	FR SD8452	Debt Securities	5,304	5,448
	FR SD8462	Debt Securities	1,218	1,214
	FR ZS4667	Debt Securities	300	299
	FRANKLIN RESOURCES INC	Debt Securities	298	204
	FREDDIE MAC STACR 2022-HQA2 M1B	Debt Securities	802	798
	FREDDIE MAC STACR 2023-HQA1 M1B	Debt Securities	796	793
#	FS KKR CAPITAL	Debt Securities	399	363
	G2 MA7135	Debt Securities	1,121	1,161
	G2 MA7192	Debt Securities	1,197	1,244
	G2 MA7418	Debt Securities	1,120	1,159
	G2 MA7590	Debt Securities	1,117	1,154
	G2 MA8099	Debt Securities	1,126	1,161
	G2 MA8101	Debt Securities	1,122	1,155
	G2 MA8149	Debt Securities	1,128	1,167
	G2 MA8269	Debt Securities	1,002	1,024
	G2 MA8346	Debt Securities	857	887
	G2 MA8428	Debt Securities	1,241	1,269
	G2 MA8570	Debt Securities	1,107	1,124
	G2 MA8644	Debt Securities	1,125	1,160
	G2 MA8645	Debt Securities	1,998	2,068
	G2 MA9966	Debt Securities	1,629	1,628
	G2SF 2 10/23	Debt Securities	2,017	1,991
	G2SF 2.5 10/23	Debt Securities	3,490	3,456
	G2SF 3 10/23	Debt Securities	2,398	2,389
	G2SF 3.5 10/23	Debt Securities	(686)	(680)
	G2SF 4.5 10/23	Debt Securities	3,193	3,168
	G2SF 5 10/23	Debt Securities	1,901	1,903

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	G2SF 5.5 10/23	Debt Securities	278	278
	GALAXY PIPELINE	Debt Securities	324	273
	GATX CORP	Debt Securities	29	20
	GE CAPITAL INTERNATIONAL	Debt Securities	165	181
	GE HEALTHCARE	Debt Securities	510	530
	GENERAL DYNAMICS	Debt Securities	169	178
	GENERAL ELECTRIC CO	Debt Securities	192	200
	GENERAL MILLS INC	Debt Securities	53	55
*	GENERAL MOTORS FINANCIAL CO	Debt Securities	210	209
	GEORGE WASHINGTON UNIVERSITY	Debt Securities	119	105
	GEORGETOWN UNIVERSITY	Debt Securities	998	918
	GEORGIA POWER	Debt Securities	2,076	2,163
	GILEAD SCIENCES	Debt Securities	3,113	3,171
	GLENCORE FUNDING LLC	Debt Securities	1,627	1,691
	GLOBAL ATLANTIC FINANCE CO	Debt Securities	1,387	1,399
#	GLOBAL PAYMENTS INC	Debt Securities	953	990
#	GLOBE LIFE INC	Debt Securities	917	946
	GLP CAPITAL LP / FIN II	Debt Securities	1,532	1,579
*	GMCAR 2024-3 B	Debt Securities	330	340
	GNR 2012-113 ZD	Debt Securities	329	343
	GNR 2018-1 HB	Debt Securities	118	130
	GNR 2021-215 KA	Debt Securities	341	359
	GNR 2021-77 EA	Debt Securities	679	720
	GNR 2021-86 KB	Debt Securities	679	721
	GNR 2024-129 AI	Debt Securities	194	190
	GNRT 4A ARR	Debt Securities	2,750	2,754
	GOLDEN ST TOBACCO -B	Debt Securities	110	96
*	GOLDMAN SACHS GP	Debt Securities	12,241	12,509
	GOLUB CAPITAL PRIVATE CREDIT	Debt Securities	99	100
	GOODMAN US FINANCE FIVE	Debt Securities	100	97
	GOODMAN US FINANCE FOUR	Debt Securities	399	369
	GOODMAN US FINANCE THREE	Debt Securities	498	484
	GOST 2024-1A A1	Debt Securities	516	517
	GPMF 2006-AR5 A1A	Debt Securities	-	-
	GREENSAIF PIPELINES	Debt Securities	1,015	1,049
	GRUPO TELEVISA	Debt Securities	76	77
	GSKY 2024-1 A4	Debt Securities	100	101
	GSMS 2017-GS5 A3	Debt Securities	2,627	2,678
	GSMS 2020-GC47 A4	Debt Securities	858	898
	GUARDIAN LIFE INSURANCE	Debt Securities	350	375
	HA SUSTAINTABLE INFRASTRUCTURE	Debt Securities	298	307
#	HALEON US CAPITAL	Debt Securities	226	235
	HALLIBURTON CO	Debt Securities	217	235
*	HARTFORD FINANCIAL	Debt Securities	73	78
	HCA INC	Debt Securities	3,949	3,988
	HEALTH CARE SERVICES	Debt Securities	410	428
	HEALTHPEAK OP	Debt Securities	194	201
	HERSHEY COMPANY	Debt Securities	266	257
	HERTZ 2024-1A B	Debt Securities	750	764
	HESS CORP	Debt Securities	537	564
	HILTON DOMESTIC OPERATING	Debt Securities	100	103
#	HOME DEPOT INC	Debt Securities	5,476	5,366
	HONEYWELL INTERNATIONAL	Debt Securities	5,258	5,453
	HORMEL FOODS CRP	Debt Securities	181	150
#	HOST HOTELS	Debt Securities	1,329	1,373
	HOWARD HUGHES CO	Debt Securities	523	542
	HOWARD UNIVERSITY	Debt Securities	185	175
	HP ENTERPRISE	Debt Securities	1,319	1,317
#	HSBC HOLDINGS PLC	Debt Securities	3,635	3,871
#	HSBC USA INC	Debt Securities	172	201

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
#	HUMANA INC	Debt Securities	1,456	1,502
	HUNTINGTON BANCSHARES INC	Debt Securities	1,813	1,897
#	HYATT HOTELS	Debt Securities	785	816
#	HYUNDAI CAPITAL AMERICA	Debt Securities	1,774	1,771
	IBM CORP	Debt Securities	830	798
#	IBM INTERNATIONAL CAPITAL	Debt Securities	2,147	2,209
	ILLINOIS ST	Debt Securities	140	143
	ILLUMINA INC	Debt Securities	208	213
	IMPERIAL BRANDS	Debt Securities	1,595	1,651
	INDIANA MICHIGAN POWER	Debt Securities	562	498
	INDO ASA/MINERAL	Debt Securities	571	583
	ING GROEP NV	Debt Securities	400	419
	INGERSOLL RAND	Debt Securities	429	445
	INTEGRIS BAPTIST MEDICAL CENTER	Debt Securities	200	158
#	INTEL CORP	Debt Securities	3,494	2,602
#	INTERCONTINENTAL EXCHANGE	Debt Securities	1,861	1,916
	INTERSTATE POWER + LIGHT	Debt Securities	490	466
#	INTESA SANPAOLO	Debt Securities	924	878
	INTUIT INC	Debt Securities	49	54
	INVITATION HOMES	Debt Securities	691	705
	ITC HOLDINGS CORP	Debt Securities	1,488	1,547
#	JAB HOLDINGS	Debt Securities	713	584
	JBS USA HOLDING/FOOD/LUX	Debt Securities	870	931
	JM SMUCKER CO	Debt Securities	305	322
	JOHN DEERE CAPITAL	Debt Securities	1,799	1,844
	JOHNS HOPKINS HEALTH SYSTEM	Debt Securities	157	159
	JOHNSON & JOHNSON	Debt Securities	1,222	1,195
	JOHNSON (S.C.) + SON INC	Debt Securities	670	624
	JOHNSONVILLE AERODERIVATIVE	Debt Securities	285	290
*	JPMMT 2024-HE3 A1	Debt Securities	600	600
# *	JPMORGAN CHASE	Debt Securities	16,857	17,475
	KAISER FOUNDATION HOSPITALS	Debt Securities	539	401
	KELLOGG CO	Debt Securities	293	303
	KENTUCKY UTILITIES CO	Debt Securities	766	653
	KENVUE INC	Debt Securities	1,249	1,324
	KEYCORP	Debt Securities	1,014	1,087
	KILROY REALTY LP	Debt Securities	292	307
	KIMBERLY-CLARK	Debt Securities	87	90
	KIMCO REALTY	Debt Securities	1,338	1,376
	KINDER MORGAN	Debt Securities	224	235
	KINDER MORGAN ENERGY	Debt Securities	1,507	1,542
	KINROSS GOLD CORP	Debt Securities	1,606	1,360
	KITE REALTY GROUP	Debt Securities	60	62
	KKR 17 AR	Debt Securities	2,750	2,751
	KKR 21 A	Debt Securities	362	364
#	KKR GROUP FINANCE CO VII	Debt Securities	796	606
#	KLA CORP	Debt Securities	133	134
	KLA CORP	Debt Securities	249	253
	KRAFT HEINZ FOOD	Debt Securities	815	858
#	KROGER CO	Debt Securities	1,111	1,124
	KYNDRYL HOLDINGS	Debt Securities	693	727
	L3HARRIS TECHNOLOGIES	Debt Securities	1,787	1,823
	LABORATORY CORP	Debt Securities	1,348	1,345
#	LAM RESEARCH	Debt Securities	256	281
	LAS VEGAS SANDS	Debt Securities	499	523
	LAZARD GROUP LLC	Debt Securities	100	105
	LBJ INFRASTRUCTURE	Debt Securities	135	96
	LEHMAN BROTHERS HOLDINGS ESCROW	Debt Securities	-	-
	LEIDOS INC	Debt Securities	99	98
	LINCOLN NATIONAL CORP	Debt Securities	335	302

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	LINDE INC	Debt Securities	323	280
#	LLOYDS BANKING GROUP PLC	Debt Securities	1,366	1,414
#	LOCKHEED MARTIN CORP	Debt Securities	4,765	4,790
	LOUISVILLE GAS + ELECTRIC	Debt Securities	308	252
#	LOWE'S COS INC	Debt Securities	906	804
	LSEG US FIN CORP	Debt Securities	711	748
	LSEGA FIN PLC	Debt Securities	606	626
	LXS 2007-2N 3A1	Debt Securities	-	-
	M&T BANK CORP	Debt Securities	1,573	1,651
#	MARATHON PETROLEUM CORP	Debt Securities	324	346
	MARKEL GROUP INC	Debt Securities	173	163
	MARRIOTT INTL	Debt Securities	856	828
	MARS INC	Debt Securities	635	639
	MARSH & MCLENNAN COS INC	Debt Securities	1,535	1,601
	MARVELL TECH INC	Debt Securities	418	433
	MASS GENERAL BRIGHAM	Debt Securities	340	256
	MASS INSTITUTE OF TECHNOLGY	Debt Securities	1,084	1,042
	MASS MUTUAL LIFE INS CO	Debt Securities	497	473
	MASSACHUSETTS ELECTRIC	Debt Securities	788	704
	MASTEC INC	Debt Securities	652	677
	MASTERCARD INC	Debt Securities	758	774
	MAYO CLINIC	Debt Securities	171	123
	MCDONALD'S CORP	Debt Securities	1,203	1,087
	MCKESSON CORP	Debt Securities	344	353
	MDC HOLDINGS INC	Debt Securities	200	172
	MDPK 2018-29A AR	Debt Securities	466	466
	MDPK 2022-57A A1R	Debt Securities	2,750	2,750
	MELCO RESORTS	Debt Securities	199	198
#	MERCK & CO INC	Debt Securities	4,452	4,091
	META PLATFORMS	Debt Securities	3,566	3,786
	METHODIST HOSPITAL	Debt Securities	332	225
*	METLIFE INC	Debt Securities	708	725
	MEXICAN UDIBONOS	Debt Securities	1,291	1,154
	MEXICO CITY AIRPORT	Debt Securities	1,294	1,153
	MF1 2024-FL15 A	Debt Securities	998	998
	MICHIGAN ST UNIVERSITY	Debt Securities	1,100	913
	MICRON TECHNOLOGY INC	Debt Securities	185	192
	MICROSOFT CORP	Debt Securities	2,592	2,121
#	MIDAMERICAN ENERGY	Debt Securities	1,961	1,552
	MIDO 2019-10A A1RR	Debt Securities	2,750	2,745
	MISSISSIPPI POWER CO	Debt Securities	527	509
#	MITSUBISHI UFJ FINANCIAL	Debt Securities	924	967
	MIZUHO FINANCIAL	Debt Securities	1,855	1,958
	MONONGAHELA POWER CO	Debt Securities	170	177
#	MOODY'S CORP	Debt Securities	593	482
# *	MORGAN STANLEY	Debt Securities	17,456	17,594
	MOTIVA ENTERPRISES LLC	Debt Securities	237	225
	MPLX LP	Debt Securities	955	952
	MSBAM 2015-C25 A5	Debt Securities	2,938	2,959
	MUNICIPAL ELECTRIC AUTHORITY OF GEORGIA	Debt Securities	1,787	1,770
	MUTUAL OF OMAHA	Debt Securities	60	64
	MVM ENERGETIKA	Debt Securities	731	744
	MYLAN INC	Debt Securities	481	423
#	NASDAQ INC	Debt Securities	1,216	1,276
	NATIONAL AUSTRALIA BANK	Debt Securities	1,668	1,712
	NATIONAL GRID ELECTRICITY	Debt Securities	651	674
	NATIONAL RURAL UTILITIES	Debt Securities	737	731
	NATIONWIDE MUTUAL INSURANCE	Debt Securities	646	586
	NAVSL 2023-A A	Debt Securities	309	315
	NESTLE CAPITAL	Debt Securities	812	862

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	NESTLE HOLDINGS	Debt Securities	752	686
#	NETFLIX INC	Debt Securities	1,033	999
*	NEUB 2022-51A AR	Debt Securities	2,736	2,753
*	NEUBERGER BERMAN GRP/FIN	Debt Securities	501	435
	NEVADA POWER CO	Debt Securities	411	459
	NEW ENGLAND POWER	Debt Securities	166	132
	NEW JERSEY ST TURNPIKE AUTHORITY	Debt Securities	2,258	1,910
	NEW ORLEANS HOTEL TRUST 2019-HNLA A	Debt Securities	940	984
	NEW YORK LIFE INSURANCE	Debt Securities	70	74
#	NEWMONT CORP	Debt Securities	1,816	1,871
	NEWMONT GOLDCORP	Debt Securities	240	221
	NIAGARA MOHAWK POWER	Debt Securities	562	581
	NIKE INC	Debt Securities	169	143
	NISOURCE INC	Debt Securities	4,078	4,235
	NISSAN MOTOR CO	Debt Securities	220	195
#	NOMURA HOLDINGS	Debt Securities	1,100	1,139
	NORFOLK SOUTHERN	Debt Securities	1,939	1,993
	NORTH TEXAS TOLLWAY AUTHORITY	Debt Securities	349	299
	NORTHERN NATURAL GAS	Debt Securities	1,245	1,021
	NORTHERN STAR RESOURCE	Debt Securities	735	769
	NORTHERN STATES POWER MINN	Debt Securities	1,842	1,717
	NORTHROP GRUMMAN CORP	Debt Securities	2,478	2,510
	NORTHWELL HEALTHCARE INC	Debt Securities	600	480
	NORTHWESTERN MUTUAL LIFE INS	Debt Securities	397	287
	NORTHWESTERN UNIVERSITY	Debt Securities	60	59
	NOVANT HEALTH INC	Debt Securities	559	520
	NOVARTIS CAPITAL CORP	Debt Securities	2,184	2,190
	NRG ENERGY INC	Debt Securities	312	324
	NSTAR ELECTRIC	Debt Securities	582	604
	NTT FINANCE	Debt Securities	700	724
	NUCOR CORP	Debt Securities	416	338
	NUTRIEN LTD	Debt Securities	112	116
#	NVIDIA CORP	Debt Securities	754	701
#	NXP BV/NXP FUNDING USA	Debt Securities	439	393
#	NY STATE ELECTRIC & GAS	Debt Securities	2,033	2,151
	NYU HOSPITALS CENTER	Debt Securities	1,867	1,666
	OAKC 2018-1A CR	Debt Securities	806	799
	OBX 2024-NQM10 A3	Debt Securities	717	728
	OCCIDENTAL PETROLEUM CORP	Debt Securities	2,072	2,092
	OCT15 2013-1A A1RR	Debt Securities	261	261
	ODFA 2022-OGE A2	Debt Securities	140	143
	ODFA 2022-OGE A3	Debt Securities	100	104
	ODFA 2022-ONG A2	Debt Securities	120	117
	ODFA 2022-ONG A3	Debt Securities	65	64
	ODFA 2022-PSO A2	Debt Securities	165	164
	OGLETHORPE POWER	Debt Securities	1,355	1,368
	OHIO POWER CO	Debt Securities	350	315
	OHIO ST UNIVERSITY	Debt Securities	811	722
	OHIOHEALTH	Debt Securities	607	634
#	OKLAHOMA GAS & ELECTRIC	Debt Securities	1,141	1,197
	ONCOR ELECTRIC DELIVERY	Debt Securities	1,013	989
	ONEMAIN FINANCE CORP	Debt Securities	199	209
#	ONEOK INC	Debt Securities	4,114	4,156
	ONEOK PARTNERS LP	Debt Securities	557	557
#	ORACLE CORP	Debt Securities	7,329	6,774
	O'REILLY AUTOMOTIVE	Debt Securities	309	314
	OTIS WORLDWIDE	Debt Securities	870	875
	OVINTIV INC	Debt Securities	435	445
	OWENS CORNING	Debt Securities	1,210	1,239
	OZLM 2016-15A A1RR	Debt Securities	1,250	1,247

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	PACCAR FINANCIAL CORP	Debt Securities	429	429
	PACIFIC GAS & ELECTRIC CO	Debt Securities	12,402	12,019
	PACIFICORP	Debt Securities	10,031	9,023
	PACKAGING CORP	Debt Securities	266	282
	PANASONIC HOLDINGS	Debt Securities	845	865
	PARAMOUNT GLOBAL	Debt Securities	1,006	999
#	PATTERSON-UTILITY ENERGY	Debt Securities	584	589
	PEACEHEALTH OBLIGATED	Debt Securities	201	211
	PECO ENERGY CO	Debt Securities	1,213	1,247
	PENNSYLVANIA ST TURNPIKE COMM	Debt Securities	659	579
	PENNYMAC FINANCIAL SERVICES	Debt Securities	596	639
	PENSKE TRUCK LEASING/PTL	Debt Securities	1,236	1,283
	PEPSICO INC	Debt Securities	1,655	1,700
	PERNOD RICARD INTERNATIONAL FINANCE	Debt Securities	554	575
	PETROLEOS MEXICANOS CO	Debt Securities	993	1,026
#	PFIZER INC	Debt Securities	2,090	1,849
	PFIZER INVESTMENT	Debt Securities	4,810	5,066
	PG&E CORP	Debt Securities	200	210
	PG&E ENERGY RECOVERY FUND	Debt Securities	180	135
	PG&E RECOVERY FUND	Debt Securities	125	133
	PG&E WILDFIRE RECOVERY	Debt Securities	2,198	2,138
	PHILIP MORRIS INTERNATIONAL INC	Debt Securities	5,232	5,413
	PHILLIPS 66 CO	Debt Securities	449	450
	PHILLIPS EDISON GROCERY CENTER	Debt Securities	534	563
	PIEDMONT HEALTH	Debt Securities	30	21
	PIPK 2020-6A AR2	Debt Securities	2,750	2,750
	PKAIR 2024-1 A1	Debt Securities	247	253
	PLMRS 2024-3A B	Debt Securities	1,000	1,000
	PNC FINANCIAL	Debt Securities	2,006	2,097
	POLAR TANKERS INC	Debt Securities	1,830	1,841
	PORT AUTH OF NEW YORK NEW JERSEY	Debt Securities	1,000	1,000
	PPL ELECTRIC UTILITIES	Debt Securities	657	498
	PRES + FELLOWS OF HARVARD	Debt Securities	1,882	1,670
	PRET 2024-RPL2 A1	Debt Securities	282	284
#	PRINCIPAL LIFE GLOBAL FUNDING II	Debt Securities	1,813	1,875
	PROCTER & GAMBLE	Debt Securities	1,983	2,064
	PROG 2021-SFR2 D	Debt Securities	703	718
	PROG 2021-SFR7 E1	Debt Securities	376	387
	PROG 2021-SFR8 E2	Debt Securities	338	340
	PROG 2021-SFR9 D	Debt Securities	443	458
	PROG 2024-SFR4 A	Debt Securities	789	820
	PROGRESSIVE CORP	Debt Securities	584	522
#	PROLOGIS LP	Debt Securities	3,226	3,334
	PRPM 2024-NQM2 A1	Debt Securities	638	650
*	PRUDENTIAL FINANCIAL INC	Debt Securities	1,228	1,315
#	PUBLIC SERVICE COLORADO	Debt Securities	2,375	2,352
#	PUBLIC SERVICE ELECTRIC + GAS	Debt Securities	1,788	1,654
	PUBLIC SERVICE ENTERPRISE GROUP	Debt Securities	105	109
	PUGET SOUND ENERGY INC	Debt Securities	2,348	1,854
	QUALCOMM INC	Debt Securities	1,403	1,378
#	QUEST DIAGNOSTIC	Debt Securities	534	542
	RAD 2023-21A A	Debt Securities	500	500
	RCKT 2024-CES5 A1A	Debt Securities	245	248
	RCKT 2024-CES6 A1A	Debt Securities	792	796
	REALTY INCOME	Debt Securities	3,044	3,126
	REG29 2024-3A A	Debt Securities	2,750	2,750
	REGAL REXNORD	Debt Securities	237	244
	REGENCY CENTERS	Debt Securities	1,155	1,184
	REGIONS FINANCIAL CORP	Debt Securities	410	418
	REPUBLIC OF BRAZIL	Debt Securities	199	208

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	REPUBLIC OF PANAMA	Debt Securities	229	252
	REPUBLIC OF PHILIPPINES	Debt Securities	309	313
	REPUBLIC SVCS	Debt Securities	518	540
	REYNOLDS AMERICAN INC	Debt Securities	1,224	1,218
	RIO TINTO FIN USA LTD	Debt Securities	505	435
	RIO TINTO FIN USA PLC	Debt Securities	192	198
	RIVERSIDE CO	Debt Securities	100	94
#	ROCHE HLDGS INC	Debt Securities	4,042	4,193
	ROCKFELLER FOUNDATION	Debt Securities	107	111
	ROCKT 2022-3A AR	Debt Securities	2,750	2,753
	ROGERS COMMUNICATION INC	Debt Securities	169	143
	ROMANIA	Debt Securities	320	332
	ROPER TECHNOLOGIES INC	Debt Securities	1,349	1,395
	ROYAL CARIBBEAN CRUISES	Debt Securities	300	308
#	ROYALTY PHARMA	Debt Securities	1,459	1,444
#	RTX CORP	Debt Securities	4,764	4,527
	SABAL TRAIL TRANSMISSION LLC	Debt Securities	523	504
	SABINE PASS LIQUEFACTION	Debt Securities	876	900
	SALES TAX SECURITIZATION	Debt Securities	390	387
	SALESFORCE.COM	Debt Securities	1,542	1,436
	SAN DIEGO G & E	Debt Securities	1,233	1,043
#	SANDS CHINA LTD	Debt Securities	812	787
	SANTANDER HOLDINGS	Debt Securities	1,276	1,311
	SANTANDER UK GROUP HOLDINGS	Debt Securities	300	293
	SANTOS FINANCE	Debt Securities	600	565
#	SASOL FINANCING USA LLC	Debt Securities	350	347
	SAUDI ARABIAN OIL	Debt Securities	1,590	1,644
	SAUDI INT BOND	Debt Securities	2,469	2,278
	SBA TOWER TRUST	Debt Securities	400	370
	SDART 2024-1 C	Debt Securities	449	457
	SDART 2024-4 C	Debt Securities	500	505
	SEAGATE HDD CAYMAN	Debt Securities	373	371
	SEMPRA ENERGY	Debt Securities	125	109
	SETANTA AIRCRAFT	Debt Securities	301	301
	SHACK 2021-16A A	Debt Securities	1,870	1,871
	SHELL INTERNATIONAL FIN	Debt Securities	3,992	3,656
	SHERWIN-WILLIAMS	Debt Securities	862	894
#	SIMON PROPERTY GROUP LP	Debt Securities	1,456	1,437
	SIXST 2021-19A A	Debt Securities	2,000	2,004
	SLVRK 2020-1A AR	Debt Securities	600	601
	SMBC AVIATION CAPITAL FINANCE	Debt Securities	686	707
	SMITH & NEPHEW	Debt Securities	169	177
	SMRC AUTOMOTIVE HOLDINGS	Debt Securities	353	366
	SMURFIT KAPPA TREASURY	Debt Securities	534	558
	SNDPT 2020-3A A1R	Debt Securities	2,752	2,749
	SOCIETE GENERALE	Debt Securities	82	87
	SOLVAY FINANCE AMERICA	Debt Securities	1,366	1,414
	SOLVENTUM CORP	Debt Securities	2,540	2,645
	SONOCO PRODUCTS	Debt Securities	819	815
	SOUTH BOW USA	Debt Securities	1,900	1,906
	SOUTHERN CAL EDISON	Debt Securities	12,694	11,826
#	SOUTHERN CALIF GAS CO	Debt Securities	3,231	2,902
	SOUTHERN CO	Debt Securities	2,482	2,522
	SOUTHERN CO GAS CAPITAL	Debt Securities	59	69
	SOUTHWEST GAS	Debt Securities	110	105
	SOUTHWESTERN ELECTRIC POWER	Debt Securities	393	292
	SOUTHWESTERN PUBLIC SERVICES	Debt Securities	834	819
	SPEAK 2022-12A A1R	Debt Securities	2,750	2,757
	SPECTRA ENERGY PARTNERS	Debt Securities	91	105
	SPRINT SPECTRUM	Debt Securities	490	496

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	ST JOSEPH HLTH	Debt Securities	500	520
	STACR 2022-HQA3 M2	Debt Securities	549	545
	STANDARD INDUSTRIES INC	Debt Securities	487	496
	STANFORD HEALTH	Debt Securities	316	258
	STARBUCKS CORP	Debt Securities	569	579
	STATE OF ISRAEL	Debt Securities	495	387
	STATE OF QATAR	Debt Securities	30	-
# *	STATE STREET CORP	Debt Securities	1,018	1,069
	STATION CASINOS	Debt Securities	99	99
#	STEEL DYNAMICS	Debt Securities	1,372	1,424
	STIFEL FINANCIAL	Debt Securities	199	192
	STRTA 2021-1A AR	Debt Securities	1,500	1,501
#	STRYKER CORP	Debt Securities	488	496
	SUBWAY 2024-1A A2I	Debt Securities	355	360
	SUBWAY 2024-1A A2II	Debt Securities	866	877
#	SUMITOMO MITSUI FINANCIAL	Debt Securities	2,970	3,145
	SUN COMMUNITIES	Debt Securities	1,245	1,310
	SUNCOR ENERGY	Debt Securities	1,316	1,183
	SUTTER HEALTH	Debt Securities	639	557
	SW FINANCE I PLC	Debt Securities	120	115
	SYNCHRONY FINANCIAL	Debt Securities	499	425
#	TAKEDA PHARMACEUTICAL	Debt Securities	1,723	1,790
	TAPESTRY INC	Debt Securities	99	108
#	TARGA RESOURCES	Debt Securities	2,634	2,722
	TARGET CORP	Debt Securities	597	601
	TCN 2022-SFR2 A	Debt Securities	709	727
	TD SYNNEX CORP	Debt Securities	449	462
	TEACHERS INSURANCE & ANNUITY	Debt Securities	297	323
	TESCO PROPERTY FIN 5	Debt Securities	228	248
	TEVA PHARMACEUTICALS NE	Debt Securities	125	135
	TEXAS A&M UNIV FUND-B	Debt Securities	105	117
	TEXAS ELECTRIC MARKET	Debt Securities	741	746
	TEXAS INSTRUMENT	Debt Securities	1,059	1,112
	TEXTRON INC	Debt Securities	832	867
	THE NATURE CONSERVANCY	Debt Securities	136	118
	THOMAS J UNIVERSITY	Debt Securities	243	209
	TIME WARNER CABLE INC	Debt Securities	2,721	2,267
	TKO 2024-1A A1	Debt Securities	2,850	2,855
#	T-MOBILE USA INC	Debt Securities	10,094	10,124
	TOTALENERGIES CAPITAL INTERNATIONAL	Debt Securities	578	494
	TOTALENERGIES CAPITAL SA	Debt Securities	4,240	4,330
	TOYOTA MOTOR CREDIT	Debt Securities	1,239	1,289
	TPMT 2024-CES4 A1	Debt Securities	400	401
	TRACTOR SUPPLY	Debt Securities	918	978
	TRANE TECHNOLOGIES FINANCING	Debt Securities	378	342
	TRANSCANADA PIPELINES	Debt Securities	740	731
	TRANSCONTINENTAL GAS PIPELINE CORP	Debt Securities	55	57
	TRAVEL + LEISURE	Debt Securities	400	374
	TRAVELERS COS INC	Debt Securities	1,490	1,370
	TREASURY BILL	Debt Securities	296,319	296,340
	TRIMBLE INC	Debt Securities	100	108
	TRINITY HEALTH	Debt Securities	144	117
#	TRITON CONTAINER	Debt Securities	1,328	1,393
	TRUIST FINANCIAL	Debt Securities	1,313	1,363
	TSY INFL IX N/B	Debt Securities	14,373	14,668
	TWDC ENTERPRISE	Debt Securities	385	385
	TX ST TRANSN-1ST TIER	Debt Securities	998	1,017
	TYSON FOODS INC	Debt Securities	208	222
	U.S. TREASURY STRIPS	Debt Securities	4,039	4,016
	UBER TECHNOLOGIES	Debt Securities	768	768

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
# *	UBS GROUP AG	Debt Securities	8,810	9,209
*	UBSCM 2017-C6 A4	Debt Securities	564	582
	UDR INC	Debt Securities	1,525	1,562
	UK TSY GILT	Debt Securities	1,560	1,555
	UNILEVER CAPITAL	Debt Securities	381	390
	UNION ELECTRIC	Debt Securities	1,717	1,649
	UNION PAC CORP	Debt Securities	2,407	2,433
	UNITED AIRLINES	Debt Securities	385	372
	UNITED MEXICAN	Debt Securities	319	331
	UNITED PARCEL SERVICE	Debt Securities	529	529
	UNITEDHEALTH GROUP INC	Debt Securities	9,330	9,329
	UNIVERISTY OF CALIFORNIA CA	Debt Securities	134	91
	UNIVERSITY OF CALIFORNIA CA REVENUES	Debt Securities	768	737
	UNIVERSITY OF CHICAGO	Debt Securities	567	451
	UNIVERSITY OF MICHIGAN-A	Debt Securities	3,100	2,744
	UNIVERSITY OF MICHIGAN-C	Debt Securities	84	83
	UNIVERSITY OF PENNSYLVANIA	Debt Securities	767	657
	UNIVERSITY OF SOUTHERN CALIFORNIA	Debt Securities	594	481
	UNIVERSITY OF VIRGINIA	Debt Securities	1,026	885
	UNUM GROUP	Debt Securities	1,509	1,230
	US BANCORP	Debt Securities	394	413
	US TREASURY FRN	Debt Securities	33,782	33,782
	US TREASURY N/B	Debt Securities	540,706	552,016 [1]
#	VALE OVERSEAS LIMITED	Debt Securities	491	518
#	VALERO ENERGY CORP	Debt Securities	46	47
	VENDM 1A BR	Debt Securities	2,120	2,219
	VENTR 2021-42A A1A	Debt Securities	2,405	2,406
	VENTURE GLOBAL CALCASIEU	Debt Securities	500	465
	VENTURE GLOBAL LNG	Debt Securities	985	1,036
	VERALTO CORP	Debt Securities	1,123	1,184
	VERISK ANALYTICS	Debt Securities	912	960
#	VERIZON COMM INC	Debt Securities	4,903	4,780
#	VIATRIS INC	Debt Securities	1,063	1,091
	VICI PROPERTIES	Debt Securities	1,619	1,667
	VIRGINIA ELECTRIC & POWER	Debt Securities	5,143	4,696
	VIRGINIA POWER	Debt Securities	912	949
	VISA INC	Debt Securities	519	499
	VISTRA OPERATIONS	Debt Securities	102	113
	VITERRA FINANCE	Debt Securities	1,742	1,837
	VMED O2 UK FIN	Debt Securities	700	621
	VMWARE INC	Debt Securities	1,264	1,145
	VODAFONE GROUP	Debt Securities	471	507
	VOYA 2018-2A A1	Debt Securities	1,698	1,697
#	WALMART INC	Debt Securities	1,767	1,696
#	WALT DISNEY CO	Debt Securities	1,107	890
	WARNERMEDIA HLDG	Debt Securities	3,370	3,108
	WASHINGTON UNIVERSITY	Debt Securities	390	332
	WASTE CONNECTION	Debt Securities	617	650
	WASTE MANAGEMENT	Debt Securities	145	152
	WELF 2018-2A A1	Debt Securities	2,117	2,121
	WELLS FARGO CO	Debt Securities	13,292	13,783
	WELLTOWER INC	Debt Securities	1,019	1,010
	WEN 2019-1A A2II	Debt Securities	528	546
	WESTF 2023-A A	Debt Securities	233	234
#	WESTINGHOUSE AIR BREAK TECHNOLOGIES	Debt Securities	122	127
	WESTLAKE	Debt Securities	34	36
	WEYERHAEUSER CO	Debt Securities	1,261	1,299
	WHISTLER PIPELINE	Debt Securities	354	362
#	WILLIAMS COMPANIES	Debt Securities	3,326	3,355
	WILLIS NORTH AMERICA	Debt Securities	517	537

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	WISCONSIN ELECTRIC POWER	Debt Securities	472	437
	WISCONSIN POWER + LIGHT	Debt Securities	1,897	1,857
	WISCONSIN PUBLIC SERVICE	Debt Securities	499	369
	WLLMN 2021-1A BR	Debt Securities	750	751
	WOODS 2018-11BA A1R	Debt Securities	2,748	2,757
	WOODSIDE FINANCE LTD	Debt Securities	997	994
	WP CAREY	Debt Securities	563	582
	WYETH LLC	Debt Securities	194	190
	WYNN RESORTS FINANCE	Debt Securities	671	704
	XCEL ENERGY INC	Debt Securities	2,005	2,116
		Total debt securities	**2,325,033**	**2,330,000**
Investment funds				
	ALL WEATHER PORT CL B SERIE CX	Investment Funds	33,432	39,096
	ARROWSTREET GLOBAL EQUITY ACWI CIT CLASS D	Investment Funds	172,240	223,425
	CAPITAL GROUP EMPLOYEE BENEFIT MUTUAL FUND	Investment Funds	99,889	109,109
	CC+L Q GLB EQUITY FUND CLS O	Investment Funds	100,407	110,249
	FIAM GROUP TR FOR EMPLOYEE MUTUAL FUND	Investment Funds	65,498	70,869
	IVZ BALANCED RISK ALLOCATION MUTUAL FUND	Investment Funds	38,155	39,648
	MAN FUNDS XI SPC A USD MAN AHL TARGETRISK	Investment Funds	25,971	30,081
	MARKET ADVANTAGE II, LTD CLASS E	Investment Funds	21,602	28,851
	PIMCO FDS PAC INVT MGMT SER ASSET BKD SECS PORTFOLIO	Investment Funds	42,857	44,277
	VICTORY CAP INTL COLLECTIVE MUTUAL FUND NPV	Investment Funds	50,150	56,593
		Total investment funds	**650,201**	**752,198**
Private equity and debt investments				
	SPECTRUM	Private equity and debt investments	-	651
		Total private equity and debt investments	**-**	**651**
Group annuity contracts				
*	AETNA J14709	Group annuity contracts	2,813	3,595
*	METLIFE 135	Group annuity contracts	1,753	2,234
*	METLIFE 632	Group annuity contracts	2,798	3,771
*	PRUPAR GA 40179	Group annuity contracts	3,869	5,125 [1]
		Total group annuity contracts	**11,233**	**14,725**
Derivatives				
	30Y UMBS TBA 5.0 NOV24	Derivatives	-	(2)
	30Y UMBS TBA 5.5 NOV24	Derivatives	-	(4)
	30Y UMBS TBA 6.0 NOV24	Derivatives	-	(5)
	B8AD0JW97 TRS USD R F .00000 P V 00MFEDL FEDL01 +23.5 BPS	Derivatives	-	(19)
	BWU01E1X3 IRS JPY R V 06MTONA P F .30000 CCPOIS	Derivatives	(4)	18
	BWU01VZV2 IRS USD R V 12MSOFR CCPOIS P F 4.00000 CCPOIS	Derivatives	(31)	(607)
	BWU022DU1 IRS GBP R V 12MSONIA CCPOIS P F 3.75000 CCPOIS	Derivatives	(16)	(14)
	BWU0241Y2 IRS USD R V 12MSOFR CCPOIS P F 4.50000 CCPOIS	Derivatives	(164)	(367)
	BWU025U43 IRS USD R V 12MSOFR CCPOIS P F 3.50000 CCPOIS	Derivatives	60	(310)
	BWU027IZ4 IRS USD R V 12MSOFR CCPOIS P F 3.99400 CCPOIS	Derivatives	-	(17)
	BWU027J00 IRS USD R V 12MSOFR CCPOIS P F 4.06000 CCPOIS	Derivatives	-	(12)
	BWU028KU0 IRS USD R V 12MSOFR CCPOIS P F 3.85000 CCPOIS	Derivatives	-	(13)
	BWU028MD6 IRS USD R V 12MSOFR CCPOIS P F 3.79500 CCPOIS	Derivatives	-	(8)
	BWU028NW3 IRS USD R V 12MSOFR CCPOIS P F 3.64500 CCPOIS	Derivatives	-	(5)
	BWU028UV7 IRS USD R V 12MSOFR CCPOIS P F 3.67900 CCPOIS	Derivatives	-	(6)
	BWU028WL7 IRS USD R V 12MSOFR CCPOIS P F 3.56900 CCPOIS	Derivatives	-	(4)
	BWU028ZZ3 IRS USD R V 12MSOFR CCPOIS P F 3.59500 CCPOIS	Derivatives	-	(7)
	BWU02A0V5 IRS USD R V 12MSOFR CCPOIS P F 3.53200 CCPOIS	Derivatives	-	(3)
	BWU02A1C6 IRS USD R V 12MSOFR CCPOIS P F 3.55800CCPOIS	Derivatives	-	(4)
	BWU02A2D3 IRS EUR R V 06MEURIB CCPVANILLA P F 2.25000 CCPVANILLA	Derivatives	(2)	4
	BWU02A2K7 IRS USD R V 12MSOFR CCPOIS P F 3.61300 CCPOIS	Derivatives	-	(5)
	BWU02A7L0 IRS USD R V 12MSOFR CCPOIS P F 3.40000 CCPOIS	Derivatives	(9)	(15)
	BWU02A7Z9 IRS USD R V 12MSOFR CCPOIS P F 3.55500CCPOIS	Derivatives	-	(7)

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	BWU02A805 IRS USD R V 12MSOFR CCPOIS P F 3.56500 CCPOIS	Derivatives	-	(4)
	BWU02A813 IRS USD R V 12MSOFR CCPOIS P F 3.59900CCPOIS	Derivatives	-	(4)
	BWU02A839 IRS USD R V 12MSOFR CCPOIS P F 3.60500 CCPOIS	Derivatives	-	(2)
	BWU02A847 IRS USD R V 12MSOFR CCPOIS P F 3.61100 CCPOIS	Derivatives	-	(5)
	BWU02A854 IRS USD R V 12MSOFR CCPOIS P F 3.64300 CCPOIS	Derivatives	-	(5)
	BWU02ACW0 IRS USD R V 12MSOFR CCPOIS P F 3.41000 CCPOIS	Derivatives	-	(2)
	BWU02AD58 IRS USD R V 12MSOFR CCPOIS P F 3.30000 CCPOIS	Derivatives	(1)	-
	BWU02AHS4 IRS USD R V 12MSOFR CCPOIS P F 3.23200 CCPOIS	Derivatives	-	1
	BWU02AR95 IRS USD R V 12MSOFR CCPOIS P F 3.23100 CCPOIS	Derivatives	-	2
	BWU02ARA2 IRS USD R V 12MSOFR CCPOISP F 3.24800 CCPOIS	Derivatives	-	1
	BWU02AS03 IRS USD R V 12MSOFR CCPOIS P F 3.20000 CCPOIS	Derivatives	(9)	13
	CONSTELLATION SOFTWARE INC WARRANTS	Derivatives	-	-
	E-MINI RUSS 2000 DEC24	Derivatives	-	77
	EURO STOXX 50 DEC24	Derivatives	-	146
	Forward Foreign Currency Contracts - AUD/USD	Derivatives	-	-
	Forward Foreign Currency Contracts - BRL/USD	Derivatives	-	13
	Forward Foreign Currency Contracts - CAD/USD	Derivatives	-	2
	Forward Foreign Currency Contracts - CNH/USD	Derivatives	-	7
	Forward Foreign Currency Contracts - EUR/USD	Derivatives	-	11
	Forward Foreign Currency Contracts - GBP/USD	Derivatives	-	6
	Forward Foreign Currency Contracts - IDR/USD	Derivatives	-	-
	Forward Foreign Currency Contracts - PEN/USD	Derivatives	-	21
	Forward Foreign Currency Contracts - USD/AUD	Derivatives	-	(1)
	Forward Foreign Currency Contracts - USD/CAD	Derivatives	-	5
	Forward Foreign Currency Contracts - USD/CNH	Derivatives	-	(28)
	Forward Foreign Currency Contracts - USD/EUR	Derivatives	-	(70)
	Forward Foreign Currency Contracts - USD/GBP	Derivatives	-	(89)
	Forward Foreign Currency Contracts - USD/MXN	Derivatives	-	(3)
	Forward Foreign Currency Contracts - USD/PEN	Derivatives	-	(33)
	FTSE 100 IDX FUT DEC24	Derivatives	-	(31)
	JPN 10Y BOND(OSE) DEC24	Derivatives	-	(5)
	MSCI EMGMKT DEC24	Derivatives	-	400
	S+P/TSX 60 IX FUT DEC24	Derivatives	-	15
	S+P500 EMINI FUT DEC24	Derivatives	-	615
	S96J5F3R6 CDS USD R F 5.00000 2 CCPCDX P V 03MEVENT 1 CCPCDX	Derivatives	761	927
	S96RY64H7 CDS USD R F 1.00000 2 CCPCDX P V 03MEVENT 1 CCPCDX	Derivatives	1,291	1,270 [1]
	S96SC1NX4 CDS USD R F 5.00000 2 CCPCDX P V 03MEVENT 1 CCPCDX	Derivatives	794	800
	SPI 200 FUTURES DEC24	Derivatives	-	19
	SWAPTION 2.05 CALL EUR 2025021	Derivatives	-	4
	SWAPTION 2.1 CALL EUR 20241014	Derivatives	-	-
	SWAPTION 2.29 CALL EUR 2024102	Derivatives	-	-
	SWAPTION 2.36 CALL EUR 2024100	Derivatives	(1)	(2)
	SWAPTION 2.39 PUT EUR 20241014	Derivatives	-	-
	SWAPTION 2.53 PUT EUR 20241024	Derivatives	-	-
	SWAPTION 2.61 PUT EUR 20241003	Derivatives	-	-
	SWAPTION 2.975 CALL USD 202410	Derivatives	(1)	-
	SWAPTION 2.995 CALL USD 202410	Derivatives	(1)	-
	SWAPTION 3.05 CALL USD 2024100	Derivatives	(1)	-
	SWAPTION 3.063 CALL USD 202410	Derivatives	(1)	-
	SWAPTION 3.115 CALL USD 202410	Derivatives	(1)	(1)
	SWAPTION 3.131 CALL USD 202410	Derivatives	(1)	(1)
	SWAPTION 3.375 PUT USD 2024101	Derivatives	(1)	(1)
	SWAPTION 3.395 PUT USD 2024101	Derivatives	(1)	(1)
	SWAPTION 3.45 PUT USD 20241009	Derivatives	(1)	-
	SWAPTION 3.463 PUT USD 2024102	Derivatives	(1)	(1)
	SWAPTION 3.465 PUT USD 2024102	Derivatives	(1)	(2)
	SWAPTION 3.481 PUT USD 2024102	Derivatives	(1)	(1)
	SWPC0JC45 CDS EUR R F 1.000 1 CCP P V 03MEVENT 2 CCP	Derivatives	(36)	3
	SWPC0JJ55 CDS EUR R F 1.000 1 CCP P V 03MEVENT 2 CCP	Derivatives	(6)	1
	SWPC0LTK6 CDS USD R F 1.00000 1 CCP P V 03MEVENT 2 CCP	Derivatives	(1)	8

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
	SWPC0M2L1 CDS USD R F 1.00000 1 CCP P V 03MEVENT 2 CCP	Derivatives	-	2
	SWPC0MR67 CDS USD R F .50000 1 CMBX P V 01MEVENT 2 CMBX	Derivatives	-	(1)
	SWPCNC931 CDS USD R F 5.00000 FIX CDX P V 03MEVENT FLO CDX	Derivatives	86	71
	SWU01JLE2 IRS USD R F 3.00000 CCPOIS P V 12MSOFR CCPOIS	Derivatives	(19)	(11)
	SWU01PDU1 IRS AUD R F 4.50000 CCPVANILLA P V 06MBBSW CCP	Derivatives	(11)	68
	SWU01VZU4 IRS USD R F 4.00000 CCPOIS P V 12MSOFR CCPOIS	Derivatives	147	802
	SWU01XJV6 IRS AUD R F 4.50000 CCPVANILLA P V 06MBBSW CCPVANILLA	Derivatives	(5)	68
	SWU022DV9 IRS GBP R F 4.00000 CCPOIS P V 12MSONIA CCPOIS	Derivatives	84	111
	SWU022FV7 IRS AUD R F 4.50000 CCPVANILLA P V 06MBBSW CCPVANILLA	Derivatives	7	40
	SWU0241Z9 IRS USD R F 4.50000 CCPOIS P V 12MSOFR CCPOIS	Derivatives	187	358
	SWU024NY8 IRS EUR R F 2.78000 CCPVANILLA P V 06MEURIB CCPVANILLA	Derivatives	-	8
	SWU024SM9 IRS EUR R F 2.82700 CCPVANILLA P V 06MEURIB CCPVANILLA	Derivatives	-	8
	SWU027NE5 IRS BRL R F 12.03000 CCPNDFPREDISWAP P V 00MBRCDI CCPNDFPREDISWAP	Derivatives	-	(6)
	SWU028YB7 IRS EUR R F 2.50000 CCPVANILLA P V 06MEURIB CCPVANILLA	Derivatives	21	40
	TOPIX INDX FUTR DEC24	Derivatives	-	149
	US 10YR NOTE (CBT)DEC24	Derivatives	-	3
	US 10YR ULTRA FUT DEC24	Derivatives	-	(279)
	US 2YR NOTE (CBT) DEC24	Derivatives	-	(83)
	US 5YR NOTE (CBT) DEC24	Derivatives	-	6
	US LONG BOND(CBT) DEC24	Derivatives	-	(1,609)
	US ULTRA BOND CBT DEC24	Derivatives	-	(1,548)
		Total derivatives	**3,111**	**860**
		Total directly held investments	**$ 3,007,549**	**$ 3,116,444**
Cash equivalents and other short-term investments - (Securities on Loan)				
@	BANK OF AMERICA N/A	Cash equivalents and other short-term investments	700	700
@	COLLATERALIZED CP FLEX	Cash equivalents and other short-term investments	1,100	1,100
@	JP MORGAN SEC LLC TPR D	Cash equivalents and other short-term investments	1,000	1,000
@	NATL AUSTRALIA BK LT	Cash equivalents and other short-term investments	1,600	1,600
@	NAVIGATOR GOVERNMENT	Cash equivalents and other short-term investments	14,203	14,203
@	SUMITOMO MITSUI BKG CORP	Cash equivalents and other short-term investments	2,000	2,000
@	WESTPAC BANKING CORP.	Cash equivalents and other short-term investments	1,400	1,400
@	CANADIAN IMPERIAL BK	Cash equivalents and other short-term investments	500	500
@	MUFG BK LTD	Cash equivalents and other short-term investments	1,000	1,000
@	BRITANNIA FDG CO	Cash equivalents and other short-term investments	1,843	1,843
@	TOYOTA MOTOR CREDIT CORP	Cash equivalents and other short-term investments	1,100	1,100
@	BPCE IAM COML PAPER	Cash equivalents and other short-term investments	1,000	1,000
@	CMMNWLTH BNK OF AUS	Cash equivalents and other short-term investments	1,000	1,000
@	SKANDIN ENS BANKEN AG	Cash equivalents and other short-term investments	1,000	1,000
@	BANK OF MONTREAL CHICAGO	Cash equivalents and other short-term investments	600	600
@	BANK OF NOVA SCOTIA	Cash equivalents and other short-term investments	500	500
@	BANK NOVA SCOTIA HOUSTON TEX	Cash equivalents and other short-term investments	1,000	1,000
@	BENNINGTON SARK CAP CO	Cash equivalents and other short-term investments	700	700
@	COLLAT COMM PAPER V CO	Cash equivalents and other short-term investments	500	500
@	CREDIT AGRICOLE CORP + INVT BK	Cash equivalents and other short-term investments	500	500
@	CREDIT INDL ET COML INSTL CTF	Cash equivalents and other short-term investments	1,000	1,000
@	LLOYDS BANK PLC	Cash equivalents and other short-term investments	1,300	1,300
@	SVENSKA HANDELSBANKEN AB	Cash equivalents and other short-term investments	2,750	2,750
@	WELLS FARGO BANK NA	Cash equivalents and other short-term investments	1,600	1,600
@	ALINGHI FDG CO	Cash equivalents and other short-term investments	990	990
@	AUST + NEW ZEA	Cash equivalents and other short-term investments	496	496
@	BANK MONTREAL DISC COML PAPER	Cash equivalents and other short-term investments	487	487
@	LMA SA LMA AMERICAS	Cash equivalents and other short-term investments	2,480	2,480
@	MACKINAC FUNDING	Cash equivalents and other short-term investments	599	599
@	PODIUM FDG TR	Cash equivalents and other short-term investments	739	739
@	REGATTA FDG CO LLC DISC COML P	Cash equivalents and other short-term investments	590	590
		Total Securities Lending Collateral	**$ 46,277**	**$ 46,277**

@ **Securities lending collateral**

(a)	(b) Identity of Issue, Borrow, or Similar Party	(c) Type of Investment	(d) Cost	(e) Current Value
#	**Denotes all or portion of security on loan at September 30, 2024**			
*	**Denotes parties-in-interest**			
	[1] includes rounding			

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Change in Non-Prescribed Actuarial Assumptions

Change in Non-Prescribed Actuarial Assumptions is included with the attached Signed Schedule SB.

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Schedule of Active Participant Data

The Schedule of Active Participant Data is included with the attached Signed Schedule SB.

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Schedule of Amortization Bases

The Schedule of Amortization Bases is included with the attached Signed Schedule SB.

General Motors Salaried Retirement Program
Form 5500 – Sch. H, Part IV, Line 4i—Schedule of Assets (Held at End of Year)
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Schedule of Assets (Held at End of Year)

The Schedule of Assets (Held at End of Year) is included with the attached Financial Statements.

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Schedule of Changes in Method

The Schedule of Changes in Method is included with the attached Signed Schedule SB.

General Motors Salaried Retirement Program
Form 5500 – Sch. H, Part IV, Line 4j—Schedule of Reportable Transactions
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Schedule of Reportable Transactions

The Schedule of Reportable Transactions is included with the attached Financial Statements.

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Summary of Plan Provisions

The Summary of Plan Provisions is included with the attached Signed Schedule SB.

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Summary of Plan Provisions

The Summary of Plan Provisions is included with the attached Signed Schedule SB.

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Statement by Enrolled Actuary

Statement by Enrolled Actuary is included with the attached Signed Schedule SB.

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Summary of Actuarial Methods and Assumptions

Summary of Actuarial Methods and Assumptions is included with the attached Signed Schedule SB.

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 10/01/2023 and ending 09/30/2024

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

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

A Name of plan
General Motors Salaried Retirement Program

B Three-digit plan number (PN) ▶ 016

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
General Motors LLC

D Employer Identification Number (EIN)
27-0383222

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 10 Day 01 Year 2023

2 Assets:

a Market value	**2a**	3,790,514,899
b Actuarial value	**2b**	4,169,566,389

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	11,350	2,833,705,304	2,833,705,304
b For terminated vested participants	12,668	865,945,844	865,945,844
c For active participants	9,018	1,208,521,724	1,265,994,385
d Total	33,036	4,908,172,872	4,965,645,533

4 If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]

a Funding target disregarding prescribed at-risk assumptions	**4a**	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	**4b**	

5 Effective interest rate	**5**	5.28 %
6 Target normal cost		
a Present value of current plan year accruals	**6a**	0
b Expected plan-related expenses	**6b**	26,847,000
c Target normal cost	**6c**	26,847,000

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

Kathryn M Hoffman

Signature of actuary

06/08/2025
Date

Kathryn M Hoffman
Type or print name of actuary

2305658
Most recent enrollment number

Willis Towers Watson US LLC
Firm name

667-300-8438
Telephone number (including area code)

800 North Glebe Road

Arlington VA 22203
Address of the firm

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

Part 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)	490,219,403	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	26,596,000	0
9	Amount remaining (line 7 minus line 8)	463,623,403	0
10	Interest on line 9 using prior year's actual return of 2.54 %	11,776,034	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		0
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 5.47 %		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		0
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	278,349,475	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	197,049,962	0

Part III Funding Percentages

14	Funding target attainment percentage	14	80.00 %
15	Adjusted funding target attainment percentage	15	80.00 %
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	89.31 %
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
09/26/2024	200,000,000	0			
		Totals ► 18(b)	200,000,000	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	190,105,411

20 Quarterly contributions and liquidity shortfalls:

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

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] 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:	2nd segment:	3rd segment:	
4.75 %	5.00 %	5.74 %	☐ 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) ☐ Prescribed - combined ☐ Prescribed - separate ☒ Substitute

Part VI Miscellaneous Items

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

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

26 Demographic and benefit information

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

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

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

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

a Target normal cost (line 6c)	**31a**	26,847,000
b Excess assets, if applicable, but not greater than line 31a	**31b**	0

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	993,129,106	95,449,362
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**	122,296,362

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	92,595,000	0	92,595,000

36 Additional cash requirement (line 34 minus line 35)	**36**	29,701,362
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	190,105,411

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

a Total (excess, if any, of line 37 over line 36)	**38a**	160,404,049
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	92,595,000
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	**39**	0
40 Unpaid minimum required contributions for all years	**40**	0

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

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

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	General Motors LLC
EIN/PN	27-0383222/016
Plan Name	General Motors Salaried Retirement Program
Valuation Date	October 1, 2023
Enrolled Actuary	Kathryn M. Hoffman
Enrollment Number	23-05658

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 19
Discounted Employer Contributions
as of October 1, 2023

Date	Appliciable Plan Year	Effective Interest Rate	Amount	Discounted Amount
09/26/2024	2023	5.28%	$200,000,000	$190,105,411
Total			$200,000,000	$190,105,411

Plan Name: General Motors Salaried Retirement Program
EIN / PN: 27-0383222/016
Plan Sponsor: General Motors LLC
Valuation Date: October 1, 2023

SCHEDULE SB ATTACHMENTS

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

For each active and transferred employee, an average retirement age for each possible decrement is calculated as the probability of decrementing in each year multiplied by the percentage of the employee not previously decremented.

The weighted average retirement age is calculated as the average of these individual employee ages, per decrement, weighted by the total number expected to leave due to each decrement. These decrements are disability retirement, 30 years of service, years of service and age totalling 85, 55 years of age and 10 years of service, and normal retirement.

Representative retirement rates are found in the attachment Schedule SB, Part V – Statement of Actuarial Assumptions/Methods.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 23
Information on Use of Substitute Mortality Tables

Assumptions used for funding purposes are as prescribed by IRC§430(h). The substitute mortality tables were approved by the IRS in November 2019 and were based on an experience study period from October 1, 2012 to September 30, 2017 with base year of 2015. The rates were calculated by adjusting the applicable standard mortality tables in Section 1.430(h)(3)-1(d) of the Regulations using a mortality ratio of 0.626251 for males and 0.750925 for females with credibility weighting factor of 0.446003 for males and 0.265424 for females.

Substitute mortality tables are used for the following plan populations: male and female participants, including disabled participants

Prescribed tables are used for the following plan populations: None

Last plan year for which the IRS approval for the substitute mortality tables applies: October 1, 2023 – September 30, 2024

Credibility for construction of the table: Partial

Plan Name:	General Motors Salaried Retirement Program
EIN / PN:	27-0383222/016
Plan Sponsor:	General Motors LLC
Valuation Date:	October 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 24
Change in Actuarial Assumptions

The assumed plan related expenses were changed from $26,216,000 for 2022 to $26,847,000 for 2023.

There was a change in the interest crediting rate for cash balance participants and certain former Saturn employees and these changes were treated as assumption changes.

Plan Name:	General Motors Salaried Retirement Program
EIN / PN:	27-0383222/016
Plan Sponsor:	General Motors LLC
Valuation Date:	October 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V
Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis

▪ Applicable month	June 2023
▪ Interest rate basis	Segment Rates from 4th Month Preceding Valuation Date

Interest rates	**Reflecting Stabilization**	**Not Reflecting Stabilization**
▪ First segment rate	4.75%	3.03%
▪ Second segment rate	5.00%	4.11%
▪ Third segment rate	5.74%	4.27%
▪ Effective interest rate	5.28%	4.14%

Annual rates of increase

▪ Future increases in Maximum Benefits and Plan Compensation Limits:	Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC Section 415. Plan compensation limited to the maximum presently allowed under IRC Section 401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.
▪ Compensation:	N/A
▪ Cash balance interest credit rate:	3.96%
▪ Saturn IRP Interest Credit and Annuity Conversion Rate:	3.96%

Plan-related expenses	The assumed plan-related expenses are $26,216,000 for the prior valuation and $26,847,000 for the current valuation.

SCHEDULE SB ATTACHMENTS

As permitted by law, rates reflecting stabilization are used to determine the funding target and target normal cost, 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.

Rates not reflecting stabilization are used to determine PBGC variable rate premiums if the alternative method is used, and are used to determine the PBGC FTAP and the PBGC 4010 FS.

Demographic Assumptions

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

New or rehired employees

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

Mortality

- Healthy and Disabled

GM Generational Substitute Salaried Male Mortality Table with 2015 base year projected with MP-2021 is used for healthy and disabled mortality for males, both pre and post-retirement.

GM Generational Substitute Hourly Female Mortality Table with 2015 base year projected with MP-2021 is used for healthy and disabled mortality for females, both pre and post retirement.

The sample rates for the 2015 base table by gender are shown below:

	Percentage not surviving during the year	
Age	**Males**	**Females**
20	0.0334%	0.0160%
30	0.0414%	0.0214%
40	0.0566%	0.0413%
50	0.1548%	0.1117%
60	0.5613%	0.3881%
70	1.4628%	1.2410%
80	4.0095%	3.5236%
90	12.2636%	11.1351%
100	28.9665%	27.6020%

- Lump Sum Mortality

Lump sums are calculated using the 2023 PPA unisex (i.e., with static adjustment) mortality tables.

SCHEDULE SB ATTACHMENTS

Termination

The rates at which participants are assumed to terminate employment by age and plan are shown below:

Representative Termination Rates

Percentage assumed to leave during the year	
Attained Age	Percentage
20	0.000%
25	4.800%
30	4.800%
35	3.800%
40	2.700%
45	2.100%
50	1.700%
55	1.500%
60	1.500%
65	0.000%

Disability[1]

The rates at which participants become disabled by age are shown below.

Percentage assumed to become disabled during the year	
Attained Age	Percentage
25	0.000%
30	0.000%
35	0.010%
40	0.010%
45	0.030%
50	0.070%
55	0.120%
60	0.160%
65	0.000%

[1] Utilization of SSDIB related to temporary benefits is assumed to be 90%. Participants assumed to be on SSDIB do not receive the temporary supplement, and disability commencements assumed to be utilizing SSDIB will not receive the temporary supplement.

SCHEDULE SB ATTACHMENTS

Retirement

Rates varying by age.

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

Percentage assumed to retire during the year			
	Salaried (Non-Executives)		Salaried Executives
Attained Age	Pre-1988 Hires	Other	Executives (Non-Band 9)
50	5.5%	0.0%	0.0%
52	5.5%	0.0%	0.0%
55	7.5%	2.5%	15.0%
57	7.5%	2.5%	15.0%
60	11.0%	4.0%	25.0%
62	17.0%	10.0%	40.0%
65	22.5%	20.0%	60.0%
67	22.5%	20.0%	60.0%
70	100.0%	100.0%	100.0%

Benefit commencement date:

- Preretirement death benefit — The later of the death of the active participant or the date the participant would have attained age 55.
- Deferred vested benefit — It is assumed that 20% of participants elect an immediate lump sum, and 80% of participants defer payment until age 65.
- Disability benefit — Upon disablement.
- Retirement benefit — Upon termination of employment.

SCHEDULE SB ATTACHMENTS

Form of payment	Retirement Eligible: It is assumed that 50% will elect an immediate annuity and 50% will elect an immediate lump sum. Deferred Vested: It is assumed that 20% of deferred vested employees elect to take an immediate lump sum. The remaining 80% of deferred vested employees are assumed to defer payment until age 65, at which point 40% elect an annuity and 60% elect a lump sum. Form of Annuity: It is assumed that 80% of male employees and 40% of female employees electing an annuity would retain the automatic survivor benefit election. All other participants are assumed to elect a single life annuity. Account Balance Participants: It is assumed 100% of account balance participants elect to take the lump sum form of payment upon termination. Lump sums were valued using the substitution of annuity form under IRS Regulation §1.430(d)-1(f)(4). Level Benefit: For eligible participants who retired prior to 1/1/2009 and are currently not yet 65, 100% of those with a J&S form of payment and 15% of those with a single life annuity form of payment are assumed to receive a 100% J&S form of payment for the Level Benefits. All other participants who retired prior to 1/1/2009 and are currently not yet 65 are assumed to receive a single life annuity form of payment for the Level Benefits. For participants who retired after 1/1/2009, we use the same Form of Annuity assumption as is used for the pension benefits.
Percent Married	80% of males; 40% of females. These assumptions are used to value pre-retirement surviving spouse benefits and in determining the optional form expected to be elected at commencement.
Spouse age	Wife two years younger than husband.
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

SCHEDULE SB ATTACHMENTS

Methods

Valuation date	First day of the 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 the plan year plus plan-related expenses expected to be paid from plan assets during the plan year as required by regulations under IRC §430. There is no benefit accrual since the plan is frozen, the normal cost is equal to plan-related expenses expected to be paid from plan assets during plan year.
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.

SCHEDULE SB ATTACHMENTS

Actuarial value of assets for determining minimum required contributions

Average of the fair market value of assets on the valuation date and 12 and 24 months preceding the valuation date, adjusted for contributions, benefits, administrative expenses and expected earnings (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

All benefits described in the Plan Provisions section of this report were valued based on discussions with GM regarding the likelihood that these benefits will be paid. WTW has reviewed the plan provisions with GM and, based on that review, is not aware of any significant benefits required to be valued that were not.

The plan pays small benefits (with a present value up to $7,000) in a single lump sum payment. Such lump sums are not explicitly valued as such; rather such participants benefits are valued using the benefit choice assumptions described above.

Sources of Data and Other Information

The plan sponsor through its third party administrator furnished participant data as of 10/1/2023. 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 were made when data were not available, and the data was adjusted to reflect any significant events that occurred between the date the data was collected and the measurement date. In consultation with plan sponsor, assumptions were made for missing or apparently inconsistent data elements. These data assumptions are documented in the October 1, 2023 Actuarial Valuation Census Data Report issued in January 2024.

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

Assumption 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.
Account Balance Plan Cash Balance Account interest crediting rate	The Salaried Retirement Program credits interest to cash balance accounts using the 30-year Treasury Rate for the month of July preceding the plan year, but with a minimum interest credit rate of 3.25%. The plan sponsor has selected an expected future interest crediting rate of 3.96% (the actual crediting rate for the plan year beginning October 1, 2023). We believe that the selected assumption does not significantly conflict with what would be reasonable based on market conditions at the measurement date.
Saturn IRP Interest Credit and Annuity Conversion Rate	The former Saturn IRP offset calculation uses an annuity conversion rate equal to the 30-year Treasury rate for the month of July preceding the plan year. The current assumption is set to the current plan year rate of 3.96%. We believe that the selected assumption does not significantly conflict with what would be reasonable based on market conditions at the measurement date.
Lump sum conversion rate	As required by IRC §430, lump sum benefits are valued using "annuity substitution", so that the interest rates assumed are effectively the same as described above for the discount rate.
Plan-related expenses (Administrative expenses)	As required by regulations, plan-related expenses are calculated by estimating the expenses to be paid from the trust during the coming year (including, for example, expected PBGC premiums and actuarial, accounting, legal, administration and trustee fees to be paid from the trust).
Rates of increase in:	
▪ **Assumed return for asset smoothing**	The assumed return of 5.92% used for asset smoothing is the third segment rate. Although determining the expected rate of return on plan assets was not within the scope of our work, it is the client's best estimate and we determined that it does not significantly conflict with what would be reasonable based on their asset allocation.

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Assumption Rationale - Significant Demographic Assumptions

Healthy and Disabled Mortality	Assumptions used for funding purposes are as prescribed by IRC§430(h).The substitute mortality tables were approved by the IRS in November 2019 and were based on an experience study period from October 1, 2012 to September 30, 2017 with base year of 2015. The rates were calculated by adjusting the applicable standard mortality tables in Section 1.430(h)(3)-1(d) of the Regulations using a mortality ratio of 0.626251 for males and 0.750925 for females with credibility weighting factor of 0.446003 for males and 0.265424 for females.
Termination	Termination rates were based on an experience study conducted in 2017, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Disability	Disability rates were based on an experience study conducted in 2021, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Retirement	Retirement rates were based on an experience study conducted in 2021, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Benefit commencement date for deferred benefits:	
▪ Preretirement death benefit	Surviving spouses are assumed to begin benefits at the earliest permitted commencement date because ERISA requires benefits to start then unless the spouse elects to defer. If the spouse elects to defer, early retirement reductions are not applied to the benefit, so that a later commencement date is expected to be of approximately equal value.
▪ Deferred vested benefit	Deferred vested participant commencement age assumptions were based on an experience study conducted in 2021. It is assumed that some deferred vested participants elect an immediate lump sum upon termination, and others wait until age 65 to commence payments.

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Form of payment	The percentage of retiring participants assumed to take lump sums is based on observed experience over the period 2016-2020 as reviewed in the 2021 experience study. The percentages of retiring participants assumed to take joint and survivor annuities are based on observed experience over the period 2016-2020, as reviewed in the 2021 experience study.
Percent married	The assumed percentage married is based on the percentage of participants retaining the automatic survivor benefit election observed among recent retirees in the 2021 experience study.

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 since prior valuation	The following changes in assumptions were made as part of this valuation: ▪ The segment interest rates used to calculate the funding target and target normal cost were updated to the current valuation date as required by IRC §430. ▪ The mortality improvement scale used to calculate the funding target and target normal cost was updated to reflect the latest mortality improvement scale, as required by guidance issued by IRS under IRC §430. ▪ The assumed plan-related expenses added to the target normal cost were changed from $26,216,000 for the prior valuation to $26,847,000 for the current valuation to account for higher expected expenses to be paid from the trust. ▪ The cash balance interest crediting rate and Saturn IRP interest credit and annuity conversion rate were updated to reflect changing market conditions.
Change in methods since prior valuation	None.

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Schedule SB, Part V
Summary of Plan Provisions

Plan Provisions

The plan was originally effective August 1, 2012 (as amended through October 1, 2023)

Plan Year

October 1 to September 30

Covered employees

The active salaried employees and all others who had not commenced their benefits prior to December 1, 2011 or met specific criteria are spun off to GM Salaried Retirement Program from the GM Retirement Program for Salaried Employees on August 1, 2012. Benefit accruals and compensation were frozen for all participants on October 1, 2012.

Definitions

Credited service

Credited Service is computed for each month worked up to September 30, 2012. A proportionate credit is given to the nearest 1/12 of a year.

100% vesting

3 years of Eligibility Service for Account Balance Plan and 5 years of Eligibility Service for all others; or employee age 65.

Plan compensation

N/A – Benefit accruals are frozen.

Statutory limits on benefit

The maximum benefit limit under Internal Revenue Code Section 415 is $265,000 for the current plan year.

Normal retirement date (NRD)

First of month coinciding with or next following the attainment of age 65.

Monthly retirement benefits (other than Account Balance Plan)

a) Part A basic benefit rate per year of Part A credited service prior to December 31, 2006:

Benefit Class Code	Basic Benefit Rate
A	$50.90
B	51.15
C	51.40
D	51.65

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(b) Part B supplementary benefit of 1% of 60-month average base pay on December 31, 2006 in excess of $5,165 per year of Part B credited service (for participants who contributed to Part B and have not withdrawn their contributions).

(c) Part B primary benefit is equal to 8 1/3% of contributions after October 1, 1979 and prior to December 31, 2006. Annual required employees contributions were equal to 1.25% of pay over $3,800 prior to December 31, 2006.

(d) Temporary benefit payable to age 62 and one month; rate per year of Part A credited service is $49.80 up to a maximum benefit of $1,494 for credited service prior to December 31, 2006, payable only if eligible for disability benefits.

(e) Early retirement and interim supplements for credited service prior to December 31, 2006:

(i) The early retirement supplement payable to age 62 and one month for employees retiring with 30 or more years of eligibility service if hired prior to 1988 is equal to $3,020, prorated for Part A credited service as of December 31, 2006 if less than 30 years, minus the Part A basic and Part B supplementary benefits after reduction for early retirement but prior to any reduction for the survivor option and after reduction for any temporary benefit which might be payable for current plan.

(ii) The interim supplement payable to age 62 and one month, to employees retiring at age 60 with 10 years of eligibility service or after age 55 with 85 points but less than 30 years of eligibility service if hired prior to 1988, is equal to the rate shown below per year of credited service:

Age at Retirement	Benefit Rate
55	$ 21.90
56	25.85
57	31.25
58	36.60
59	40.85
60	47.30
61	47.30

The interim supplement is offset by any Part B supplementary benefit prior to reduction for any survivor coverage.

(f) Career Average benefit of 1.25% of post-2006 base pay for credited service post December 31, 2006 through September 30, 2012.

(g) Level Benefit

All retirees and/or surviving spouses are eligible for an additional $300 monthly benefit (Level Benefit) if they are eligible for GM paid retiree medical benefits and age 65 and over (have a length of service date prior to January 1, 1993).

This level benefit is payable at the latest of the effective date of January 1, 2009, actual retirement date and age 65. It is paid in the form of a joint and 100% survivor option for all pre-2009 retirees and all post-2008 retirees who elect a joint and survivor option for any portion of their primary pension.

Account Balance Plan (for participants with length of service date on or after January 1, 2001 and prior to January 1, 2007)

Account balance is the sum of Pay Credit and Interest Credit for Credited Service up to December 31, 2006. As of January 1, 2007, Pay Credit ceases; Interest Credit continues.

Pay Credit: employee will receive a percentage of base salary for each pay period based on the following schedule for Credited Service up to December 31, 2006

Age	Pay Credit Percentage
Under 30	4.0%
30 – 39	5.5%
40 – 49	7.5%
50 and over	10.0%

Interest Credits: The account balance as of the end of the previous month times Monthly Interest Credit Percentage. The account balance as of the end of the previous month shall be determined after pay credits and interest credits have been credited for such previous month.

Monthly Interest Credit Percentage: Based on an annual rate of the greater of 3.25% or 30-year Treasury rate for month of July preceding the Plan Year.

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Early retirement reduction Factors for non-Account Balance Plan benefits[2]

The sample early retirement reductions for participants who are retirement eligible at termination of employment are shown below.

	Percentage	
Age	Reduction from age 62	Reduction from age 65
42	21.0%	N/A
45	26.1%	N/A
50	38.3%	N/A
55	57.9%	46.0%
60	86.7%	64.0%
62	100.0%	78.4%
65	100.0%	100.0%

Eligibility for Benefits

Normal retirement

Age 65

Early retirement

Any age with 30 years of eligibility service or ages 55 and older with 85 points or age 60 with 10 years of eligibility service are eligible for early retirement and supplements if hired prior to 1988; otherwise age 55 with 10 years of service.

Postponed Retirement

Retirement after Age 65

Total and Permanent Disability Retirement

10 years of eligibility service and totally and permanently disabled prior to age 65.

Vested Deferred Benefit

3 years of eligibility service for the Account Balance Plan (ABP) and 5 years of eligibility service for all others.

Preretirement Survivor benefit

3 years of eligibility service for ABP and 5 years of eligibility service for all others.

[2] The early retirement reductions from age 62 apply to participants who were hired prior to January 1, 1988 and satisfy age 60 with 10 years of eligibility service or rule of 85 or have 30 years of eligibility service. The early retirement reductions shown above from age 65 apply to all other active participants who are eligible for retirement at termination.

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Benefits Paid Upon the Following Events	
Normal retirement	Monthly pension benefit determined as of NRD. Sum of unreduced Part A Basic, Part B Supplementary, Part B Primary benefits, and Career Average benefits. Vested account balance or a monthly annuity based on vested account balance in Account Balance Plan.
Early retirement	Age 55 (less than age 60) with 10 years of eligibility service or if hired before 1988 with less than 85 points or less than 30 years of eligibility service: benefit reduced by table from age 65. Ages 60 with 10 years of eligibility service: benefit reduced by table from age 62. An Interim Supplement may be payable if hired prior to 1988. If hired before 1988 and: 1) retire prior to age 62 with 30 years of service or 2) on or after age 55 with 85 points: Benefits reduced by table from age 62 plus early retirement or interim supplement. Part A basic benefit re-determined at age 62 without reduction.
Postponed Retirement	Participants who continue to work after attaining age 65 are provided a suspension of benefits notice. Actuarial increases are applied if participant continues to work past age 70.5.
Total and permanent disability retirement	Unreduced benefits plus temporary benefit.
Vested benefits	Benefits payable at age 65 (employee may elect a reduced pension starting as early as age 55). Vested account balance or a monthly annuity based on vested account balance in Account Balance Plan.
Pre-Retirement Survivor Benefit:	If the employee is active and eligible for retirement at death, the accrued benefit determined as if the employee had retired voluntarily on the date of death without rejection of the 65% surviving spouse option. ▪ 95% surviving spouse/domestic partner adjustment factor. Additional adjustment if spouse/domestic partner and participant age more than 5 years apart ▪ Benefit is reduced for age by table from age 62 for death prior to age 62 (if hired prior to 1988, no age reduction for death after 85 points or 30 years of eligibility service)

If the employee is not active at death, or active, but not eligible to retire, 50% of the accrued benefit as of the date of death is paid to the surviving spouse/domestic partner. The surviving spouse/domestic partner may elect to begin receiving this benefit following the employee's 65th birthday or to begin receiving a reduced benefit as early as the employee's 55th birthday.

Post-Retirement Surviving spouse coverage

For employees who retain the automatic survivor election (65%)

- Participant's benefit reduced to 95% (additional adjustment if participant and spouse age more than 5 years apart). Spouse/domestic partner receives 65% of participant's reduced basic benefits. If hired prior to 1988, based on participant's benefit payable after age 62 and one month, if 30 years of eligibility service or age plus eligibility service equals 85 points. Also no reduction for early retirement if the participant is receiving a disability benefit.
- If spouse/domestic partner pre-deceases participant, participant's benefit is restored to 100%.

Other Plan Provisions

Form of payment

Primarily forms include Single life annuity; 65% Surviving Spouse Coverage (QJSA); Lump Sum; other forms are available

Divestures

Certain former employees continue to accrue service while employed at a divested unit for purposes of satisfying eligibility conditions for GM retirement benefits. Also, for certain former employees, the GM benefit is based on the benefit unit in effect at date of separation from the divested unit. The final 5-year average monthly base pay under the Part B Supplementary benefit for certain former employees equals the 5-year average base pay at separation from GM, increased by 3% per year for each year the former employee is employed at the divested unit until 2007.

Future Plan Changes

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

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Changes in Benefits Valued Since Prior Year

The Salaried Retirement Program has been amended for the following changes:

- to allow domestic partners to be treated similarly to spouses (i.e. they would be eligible for the 65% joint and survivor benefit as well as pre-retirement death benefits). The current J&S assumption is appropriate because it is already higher than plan experience in the last experience study, therefore, no assumption changes were made as a result of thisamendment. The J&S assumption will be reviewed again in the next experience study.
- to remove language which requires executives to receive GM approval to work beyond age 65. Because these executives were already assumed to work beyond age 65, this change has no impact on plan liabilities.
- to pay small benefits with a present value of up to $7,000 as allowed under SECURE 2.0 provisions for payments made after December 31, 2023. This is increased from the previous limit of $5,000, but has not impact on plan liabilities, as this provision is not valued.
- to increase the required minimum distribution date from age 72.5 to age 73. Because it's assumed that participants retire prior to age 73, this change has no impact to plan liabilities.
- to update plan language for collection of plan overpayments but has no impact on plan liabilities, as this provision is not valued.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26a
Schedule of Active Participant Data as of October 1, 2023

	Attained Years of Credited Service[3]										
Attained Age	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	Total
Under 25	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0
30-34	0	0	0	0	0	0	0	0	0	0	0
35-39	12	3	0	0	0	0	0	0	0	0	15
40-44	90	283	61	64	1	1	1	0	0	0	501
45-49	73	247	121	887	185	8	0	0	0	0	1,521
50-54	69	230	105	979	820	243	4	9	0	0	2,459
55-59	41	177	81	664	592	751	267	3	5	2	2,583
60-64	40	73	31	298	286	264	447	90	2	3	1,534
65-69	2	28	8	40	39	44	49	79	22	11	322
70 & over	0	6	0	11	14	12	13	10	9	8	83
Total	327	1,047	407	2,943	1,937	1,323	781	191	38	24	9,018

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

Plan Name: General Motors Salaried Retirement Program
EIN / PN: 27-0383222/016
Plan Sponsor: General Motors LLC
Valuation Date: October 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26a
Schedule of Active Participant Data as of October 1, 2023
Number and average annual frozen benefit distributed by attained age and attained years credited service

	Attained Years of Credited Service[4]										
Attained Age	**Under 1**	**1-4**	**5-9**	**10-14**	**15-19**	**20-24**	**25-29**	**30-34**	**35-39**	**40 & Over**	**Total**
Under 25	0	0	0	0	0	0	0	0	0	0	0
	-	-	-	-	-	-	-	-	-	-	-
25-29	0	0	0	0	0	0	0	0	0	0	0
	-	-	-	-	-	-	-	-	-	-	-
30-34	0	0	0	0	0	0	0	0	0	0	0
	-	-	-	-	-	-	-	-	-	-	-
35-39	0	0	0	0	0	0	0	0	0	0	0
	-	-	-	-	-	-	-	-	-	-	-
40-44	0	0	1	64	1	0	1	0	0	0	67
	-	-	-	9,232	-	-	-	-	-	-	9,208
45-49	0	0	10	887	184	6	0	0	0	0	1,087
	-	-	-	11,216	14,920	-	-	-	-	-	11,806
50-54	0	0	34	978	819	243	4	9	0	0	2,087
	-	-	13,868	12,672	17,197	23,124	-	-	-	-	15,657
55-59	0	0	18	663	592	751	266	3	5	2	2,300
	-	-	-	13,307	19,154	24,247	27,966	-	-	-	20,065
60-64	0	0	8	298	286	264	447	90	2	3	1,398
	-	-	-	13,574	18,229	24,274	30,815	31,118	-	-	23,163
65-69	0	0	1	40	39	44	49	79	22	11	285
	-	-	-	12,237	17,330	20,224	27,225	32,619	38,934	-	24,225
70 & over	0	0	0	11	14	12	13	10	9	8	77
	-	-	-	-	-	-	-	-	-	-	19,204
Total	0	0	72	2,941	1,935	1,320	780	191	38	24	7,301
	-	-	12,461	12,373	17,700	23,739	29,441	30,031	34,258	7,074	18,222

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

Plan Name: General Motors Salaried Retirement Program
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Plan Sponsor: General Motors LLC
Valuation Date: October 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26a
Schedule of Active Participant Data as of October 1, 2023
Number and average account balance distributed by attained age and attained years of credited service

	Attained Years of Credited Service[5]										
Attained Age	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	Total
Under 25	0	0	0	0	0	0	0	0	0	0	0
	-	-	-	-	-	-	-	-	-	-	-
25-29	0	0	0	0	0	0	0	0	0	0	0
	-	-	-	-	-	-	-	-	-	-	-
30-34	0	0	0	0	0	0	0	0	0	0	0
	-	-	-	-	-	-	-	-	-	-	-
35-39	12	3	0	0	0	0	0	0	0	0	15
	-	-	-	-	-	-	-	-	-	-	2,492
40-44	90	283	60	0	0	1	0	0	0	0	434
	2,064	12,641	23,052	-	-	-	-	-	-	-	11,909
45-49	73	247	111	0	1	2	0	0	0	0	434
	2,004	16,261	29,859	-	-	-	-	-	-	-	17,360
50-54	69	230	71	1	1	0	0	0	0	0	372
	3,258	20,997	43,669	-	-	-	-	-	-	-	22,030
55-59	41	177	63	1	0	0	1	0	0	0	283
	3,938	24,740	54,792	-	-	-	-	-	-	-	28,413
60-64	40	73	23	0	0	0	0	0	0	0	136
	5,381	31,043	63,478	-	-	-	-	-	-	-	28,981
65-69	2	28	7	0	0	0	0	0	0	0	37
	-	35,587	-	-	-	-	-	-	-	-	38,522
70 & over	0	6	0	0	0	0	0	0	0	0	6
	-	-	-	-	-	-	-	-	-	-	-
Total	327	1,047	335	2	2	3	1	0	0	0	1,717
	2,950	19,407	39,191	-	-	-	-	-	-	-	20,141

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

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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	10,712,545	63,478,193	271,952,064	346,142,802
2024	23,275,036	18,410,817	217,964,670	259,650,523
2025	32,417,276	24,254,486	215,290,329	271,962,091
2026	41,360,169	30,589,826	212,874,940	284,824,935
2027	49,817,684	36,649,174	210,424,227	296,891,085
2028	57,948,983	41,933,435	207,854,349	307,736,767
2029	65,793,097	46,817,621	205,126,685	317,737,403
2030	73,444,691	51,548,327	202,243,394	327,236,412
2031	80,944,834	55,622,136	199,180,375	335,747,345
2032	87,873,375	59,112,949	195,776,152	342,762,476
2033	94,042,392	62,441,239	192,009,989	348,493,620
2034	99,379,424	65,190,259	187,870,174	352,439,857
2035	104,134,980	67,459,702	183,349,081	354,943,763
2036	108,213,650	69,382,469	178,425,541	356,021,660
2037	111,351,698	70,661,915	173,075,572	355,089,185
2038	113,638,144	71,379,243	167,280,466	352,297,853
2039	115,448,217	71,734,081	161,032,318	348,214,616
2040	116,166,410	71,698,094	154,326,040	342,190,544
2041	116,172,222	71,323,451	147,174,397	334,670,070
2042	115,489,105	70,563,222	139,597,402	325,649,729
2043	114,172,192	69,145,574	131,627,468	314,945,234
2044	112,149,575	67,185,918	123,311,351	302,646,844
2045	109,541,062	64,944,694	114,710,986	289,196,742
2046	106,564,655	62,528,552	105,905,015	274,998,222
2047	103,143,496	59,945,821	96,983,207	260,072,524
2048	99,630,797	57,208,208	88,046,213	244,885,218
2049	95,212,190	54,336,894	79,201,303	228,750,387
2050	90,711,482	51,346,697	70,556,895	212,615,074
2051	86,132,347	48,257,101	62,218,104	196,607,552
2052	81,341,903	45,092,091	54,283,512	180,717,506
2053	76,429,986	41,879,382	46,837,472	165,146,840
2054	71,387,037	38,649,954	39,949,171	149,986,162
2055	66,241,409	35,434,339	33,671,964	135,347,712
2056	61,030,395	32,264,837	28,039,611	121,334,843
2057	55,807,040	29,170,807	23,062,752	108,040,599
2058	50,627,203	26,178,820	18,732,663	95,538,686
2059	45,547,162	23,316,123	15,025,930	83,889,215
2060	40,621,594	20,604,731	11,903,331	73,129,656
2061	35,901,262	18,062,473	9,314,771	63,278,506
2062	31,431,152	15,702,803	7,202,811	54,336,766
2063	27,249,060	13,534,742	5,506,465	46,290,267
2064	23,384,354	11,562,888	4,164,763	39,112,005
2065	19,857,285	9,787,632	3,119,479	32,764,396

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EIN / PN: 27-0383222/016
Plan Sponsor: General Motors LLC
Valuation Date: October 1, 2023

SCHEDULE SB ATTACHMENTS

2066	16,678,771	8,205,707	2,316,971	27,201,449
2067	13,850,806	6,810,688	1,709,458	22,370,952
2068	11,367,428	5,593,649	1,255,666	18,216,743
2069	9,215,767	4,545,437	920,885	14,682,089
2070	7,377,029	3,651,837	676,658	11,705,524
2071	5,827,670	2,897,530	500,194	9,225,394
2072	4,540,801	2,269,992	373,638	7,184,431

SCHEDULE SB ATTACHMENTS

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

Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
Shortfall	10/01/2023	(19,573,459)	15.00000	(19,573,459)	(1,792,551)
Shortfall	10/01/2022	1,052,271,271	14.00000	1,012,702,565	97,241,913
Total				993,129,106	95,449,362

Plan Name: General Motors Salaried Retirement Program
EIN / PN: 27-0383222/016
Plan Sponsor: General Motors LLC
Valuation Date: October 1, 2023

General Motors Salaried Retirement Program
Form 5500
Plan No. – 016
Plan Year: 10/01/2023 – 09/30/2024

Schedule C – Part I, Line 1; Part I, Line 2; Part I, Line 3 & Part II, Line 4 Responses

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2023 and ending September 30, 2024
A. Name of Plan -- General Motors Salaried Retirement Program
B. Plan Number -- 016
C. Plan Sponsor -- General Motors LLC
D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION

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. [X] Yes [ ] No

1(b)

Persons Who Provided Disclosures on Eligible Indirect Compensation

Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
Accomplice Management, LLC		86 Wareham Street, Floor 3, Boston, MA 02118
Advent International GPE VI-A LP	04-2840139	
AH Capital Management, L.L.C. (“a16z”)	27-0351217	
Aleutian Fund, Ltd.	98-0566066	
Aristeia Capital, L.L.C.	13-3953132	
Atlas Venture Advisors, Inc.		C/O Accomplice, 86 Wareham Street, Floor 3, Boston, MA 02118
Bayview Asset Management, LLC		4425 Ponce de Leon Blvd, 5th Floor, Coral Gables, FL 33146
Blackstone Strategic Alliance Advisors L.L.C.	20-8087954	
Bridgewater Associates, LP	27-1437501	
CapeView Capital LLP		Borough Yards, 13 Dirty Lane, London SE1 9PA United Kingdom
Corre Partners Management, LLC		12 E. 49th St., 40th Fl., New York, NY 10017
Drawbridge Long Dated Value Advisors LLC		1345 Avenue of the Americas, NY, NY 10105
Edgestream Partners, L.P.		902 Carnegie Center, Ste 200, Princeton, NJ 08540
EIG Partners		600 New Hampshire Ave NW, Suite 1200, Washington, DC 20037
Elevation Capital V Limited		For APEX Financial Services (Mauritius) Ltd, Apex House, Bank Street, TwentyEight Cybercity, Ebène 72201, Republic of Mauritius
Empyrean Capital Partners, LP	52-2403815	
First Reserve GP XII, L.P	98-0579152	
Frazier Management, LLC	91-1678546	
H/2 SO Co-Investment Manager V LP		680 Washington Blvd., 7th FL, Stamford CT 06901
H/2 SO Manager II LP		680 Washington Blvd., 7th FL, Stamford CT 06901
H/2 SO Manager IV LP		680 Washington Blvd., 7th FL, Stamford CT 06901
H/2 SO Manager V LP		680 Washington Blvd., 7th FL, Stamford CT 06901
Haveli Investments Software Fund I GP, LLC		405 Colorado Street, Suite 1600, Austin, TX 78701
Housatonic Partners Management Company, Inc.		One Post Street, Suite 2600, San Francisco, CA 94104
Hudson Bay Capital Management	37-1511773	
Hudson Bay International Associates	46-4249963	
Ignition GP III, LLC	20-1482899	
Ignition GP IV, LLC	20-0880534	
Ignition Growth GP, LLC	26-0880560	
JPMorgan Chase Bank, National Association	13-4994650	

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2023 and ending September 30, 2024
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B. Plan Number -- 016
C. Plan Sponsor -- General Motors LLC
D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION

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. [X] Yes [ ] No

1(b)

Persons Who Provided Disclosures on Eligible Indirect Compensation

Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
King Street Capital Management, L.P.	13-3978904	
King Street Master Advisors, L.L.C.	26-3871197	
L Squared Capital Management LP		3434 Via Lido, Suite 300 Newport Beach, CA 92663
Leucadia Asset Management LLC - Topwater Capital Division	13-2615557	
Melqart Asset Management (UK) Ltd		5 St. James's Square, London SW1Y 4JU, United Kingdom
Meritech Capital Associates IV L.L.C.		245 Lytton Avenue, Suite 125, Palo Alto, CA 94301
MHR Fund Management LLC	13-3902251	
MSREI IX Global-GP, L.P.	98-1323341	
MSREI X Global-GP, L.P.	98-1530586	
Nantahala Capital Management, LLC	20-1151760	
Neuberger Berman Opportunistic Capital Solutions Fund (Cayman) LP	98-1525785	
Neuberger Berman Risk Parity Fund Ltd	98-1179981	
PanAgora	04-3063840	
Pangaea Two GP, LP	27-2707100	
Partridge Hill Overseas Management, LLC	13-3968110	
PCP Managers II, L.P.		399 Boylston Street, 13th Floor, Boston, MA 02116
PCP Partners IV, L.P.		399 Boylston Street, 13th Floor, Boston, MA 02116
PDT Partners, LLC		60 Columbus Circle, 18th Floor, New York, NY 10023
Permira Europe II Managers L.P.		P.O. Box 255, Trafalgar Court, Les Banques, St. Peter Port, Guernsey GY1 3QL
Pleiad Asia Master Fund	98-1189787	
Reverence Capital Partners Opportunities Fund II, L.P.		590 Madison Avenue, 29th Floor, New York, NY 10022
Reverence Capital Partners Opportunities Fund V (PE Fund III), L.P.		590 Madison Avenue, 29th Floor, New York, NY 10022
Rokos Capital Management LLP		23 Saville Road, London, United Kingdom, W1S 2ET
Russell Investments Implementation Services Inc	91-0604934	
SAIF Partners India IV Limited		For APEX Financial Services (Mauritius) Ltd, Apex House, Bank Street, TwentyEight Cybercity, Ebène 72201, Republic of Mauritius
Samlyn Capital, LLC	20-5854094	
Schroder Venture Managers Inc.		P.O. Box 255, Trafalgar Court, Les Banques, St. Peter Port, Guernsey GY1 3QL
Senator Investment Group LP	26-2124641	
SkyKnight Capital, L.P.		One Letterman, Building C, Suite 3-950, San Francisco, CA 94129
SkyKnight Capital IV GP, L.P.		One Letterman, Building C, Suite 3-950, San Francisco, CA 94129

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2023 and ending September 30, 2024
A. Name of Plan -- General Motors Salaried Retirement Program
B. Plan Number -- 016
C. Plan Sponsor -- General Motors LLC
D. EIN -- 27-0383222

PART I. 1 INFORMATION ON PERSONS RECEIVING ONLY ELIGIBLE INDIRECT COMPENSATION

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. [X] Yes [ ] No

1(b)

Persons Who Provided Disclosures on Eligible Indirect Compensation

Name of Party Providing Disclosure Information	EIN (No SocSec #)	Address (Report if EIN Unknown or for self-employed persons.)
Silver Lake Technology Associates III, L.P.	20-5884966	
Silver Point Capital Offshore General Partner, LLC	26-3335901	
Silver Point Capital, L.P.	22-3849636	
SLTA SPV-2, L.P.	83-3404020	
Two Sigma Investments, LP	13-4181471	
U.S. Cities Industrial Fund GP LLC	36-4922991	
UBS O'Connor LLC	98-0186363	
Vector Capital Partners IV, LP	26-0252906	
Vector Capital Partners VI, LP	98-1676458	
Viking Global Investors LP	13-4055118	
Viking Global Performance LLC	13-4055115	
Viking Long Fund GP LLC	80-0298130	

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2023 and ending September 30, 2024
A. Name of Plan -- General Motors Salaried Retirement Program
B. Plan Number -- 016
C. Plan Sponsor -- General Motors LLC
D. EIN -- 27-0383222

PART I. 2 INFORMATION ON OTHER SERVICE PROVIDERS RECEIVING DIRECT OR INDIRECT COMPENSATION

2(a) Service Providers Receiving Direct or Indirect Compensation			2(b)	2(c)	2(d)	2(e)		2(f)		2(g)	2(h)	
Name	EIN	Address (Report if EIN Unknown or for self-employed persons)	Service Code	Relationship to employer, employee organization, or person known to be a party-in-interest	Enter direct compensation paid	Did service provider receive indirect compensation? (sources other than plan or plan sponsor) (Yes)	(No)	Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? (Yes)	(No)	Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	Did the service provider give you a formula instead of an amount or estimated amount? (Yes)	(No)
Towers Watson Delaware Inc.	23-1159360		11	Actuary	968,514		x					
State Street Bank and Trust Company	04-1867445		19, 21, 28, 62, 99	Trustee	968,165	x		x				
Fidelity Management Trust Co.	04-3022712		15, 64	Recordkeeper	960,446	x		x				
General Motors Investment Management Corporation	38-0629048		28,35,99	Subsidiary	828,864		x					
Arrowstreet Capital, Limited Partnership	04-3472863		28		634,664		x					
Pacific Investment Management Company, LLC	33-0629048		28		430,598	x		x				
Performance Equity Management LLC	13-4162590		28		404,588		x					
SS&C Private Equity Services		80 Lamberton Road, Windsor, CT 06095	15		229,330		x					
PRIMECAP Management Co.	95-3868081		28		224,074	x		x				
PGIM, Inc.	22-2540245		28		206,992		x					
BlackRock Financial Management, Inc.	13-3806691		28		175,934		x					
Ernst & Young		Bank of America, P.O. Box 848111, Dallas, TX 75284-8111	10	External auditor	175,000		x					
Invesco Advisers, Inc.	58-1707262		28, 99		159,977	x		x				
NISA Investment Advisors	48-1140940		28		151,209		x					
Wellington Management Company LLP	30-0835489		51		148,963		x					
FIAM LLC and/or Fidelity Institutional Asset Management Trust Company (collectively, "FIAM")	20-2159373		28	Affiliate of recordkeeper	124,696	x		x				
Deloitte Tax LLP	86-1065772		49		117,918		x					
Principal Global Investors, LLC	42-1479618		28		109,700		x					
Prudential Financial	22-1211670		13, 23		90,797		x					
Marathon Asset Management Limited	95-4328983		28		85,939		x					
SS&C Technologies, Inc.	06-1169696		15		82,387		x					
Franklin Templeton Institutional, LLC	94-3411725		28		58,998	x		x				
Institutional Protection Services		1-3, Staple Inn, London WC1V 7QH, United Kingdom	12		52,900		x					
BlackRock Capital Management	51-0395386		28		49,833		x					
Legal & General Investment	20-8058531		28, 51		48,745		x					
BlackRock Institutional Trust Company, N.A.	94-3112180		28, 50, 51		47,844	x		x				
Metropolitan Life Insurance Company	13-5581829		13, 23		47,640		x					
Victory Capital Management Inc	13-2700161		28		43,556							
VII 444 Madison Co-Investor, LLC	06-1828197		28		40,242		x					
Morgan, Lewis & Bockius LLP		101 Park Avenue, New York, NY 10178	29		39,158		x					
Westbrook Realty Management VII, L.L.C.	20-5372871		28		36,591		x					
Kirkpatrick & Lockhart Preston Gate	25-0921018		29		26,406		x					
Aetna Life Insurance Company	06-6033492		13, 23		24,355		x					
Westbrook Realty Management VIII, L.P.	26-1163899		28		22,387		x					
Capital International, Inc.	95-4154361		28		16,243		x					
Global Trust Company	26-3761443		21		14,808		x					
Jennison Associates LLC	22-2540245		28		13,959	x		x				
Decker Capital Management LLC	83-0727883		27		10,563		x					
Seyfarth Shaw LLP		620 Eighth Avenue, 32nd Floor, New York, NY 10018	29		5,174		x					
Balderton Capital VIII, S.L.P.	98-1642186		51			x			x		x	
Contour Asset Management LLC	27-3025607		68			x			x	7,889		x
Man Funds XI SPC - Man AHL TargetRisk 1.5X (Cayman) SP		Fidelity Financial Centre, 2nd Floor	28,52			x			x	311,082		x

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2023 and ending September 30, 2024
A. Name of Plan -- General Motors Salaried Retirement Program
B. Plan Number -- 016
C. Plan Sponsor -- General Motors LLC
D. EIN -- 27-0383222

PART I.3 OTHER INDIRECT COMPENSATION INFORMATION					
3(a)	3(b)	3(c)			3(e)
Service Provider Name (As reported on 2(a))	Service Codes	Enter amount of indirect compensation	EIN (No Soc Sec #)	Address (Report if EIN Unknown or for self-employed persons)	Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
Balderton Capital VIII, S.L.P.	51		98-1642186		The quarterly management fee is equal to 0.625% of the committed capital of Atlantic and the Limited Partners. The total amount is then allocated in proportion to each Partner's respective committed capital (1% and 0.2% respectively).
Contour Asset Management LLC	68	7,889	27-3025607		0.12% Allocated based on % of total amt received.
Man Funds XI SPC - Man AHL TargetRisk 1.5X (Cayman) SP	28,52	375,299		Fidelity Financial Centre, 2nd Floor West Bay Road PO Box 2427 Grand Cayman KY1-1105 Cayman Islands	1.125%. Management fees paid through the fund.

Form 5500 - Sch. C - Service Provider Information
For fiscal year beginning October 1, 2023 and ending September 30, 2024
A. Name of Plan -- General Motors Salaried Retirement Prog
B. Plan Number -- 016
C. Plan Sponsor -- General Motors LLC
D. EIN -- 27-0383222

PART II. 4 SERVICE PROVIDERS WHO FAIL OR REFUSE TO PROVIDE INFORMATION				
4(a)			4(b)	4(c)
Name	EIN (No Soc Sec	Address (Report if EIN Unknown or for self-employed persons)	Nature of Service	Describe the information that the service provider failed or refused to provide
Access Holdings		1001 N Charles Street, Suite 800, Baltimore, Maryland 21201	28	Did not provide response for indirect compensation.
BC Partners LLP - As Investment Advisor to CIE Management II Limited		West Wing, 2nd Floor, Trafalgar Court, Les Banques, St. Peter Port, Guernsey, GYI 4LY, Channel Islands	28	Did not provide response for indirect compensation.
Blum Capital		909 Montgomery Street, San Francisco, CA 94133	28	Did not provide response for indirect compensation.
Brightstar Capital Partners		51 W 52nd Street, 18th Floor, New York, NY 10019, United States	28	Did not provide response for indirect compensation.
Ceyuan Ventures Management III, LLC		P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands	52,72	Did not provide response for indirect compensation.
Oak Investment Partners		195 Danbury Road, Building A, Wilton, CT 06897	28	Did not provide response for indirect compensation.
The Huff Alternative Fund, L.P.		P.O. Box 731, New Vernon, NJ 07976	28	Did not provide response for indirect compensation.
Trident Capital		400 South El Camino Real, Suite 1500, San Mateo, CA 94402-1728	28	Did not provide response for indirect compensation.