

Form 5500

Annual Return/Report of Employee Benefit Plan

OMB Nos. 1210-0110 1210-0089

2024

This Form is Open to Public Inspection

Department of the Treasury Internal Revenue Service

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.

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Part I Annual Report Identification Information

For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

- A This return/report is for: a multiemployer plan, a multiple-employer plan, a single-employer plan, a DFE (specify) E, B This return/report is: the first return/report, the final return/report, an amended return/report, a short plan year return/report, C If the plan is a collectively-bargained plan, check here, D Check box if filing under: Form 5558, automatic extension, the DFVC program, special extension, E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here

Part II Basic Plan Information—enter all requested information

1a Name of plan RHUMLINE LARGE CAP GROWTH POOLED INDEX TRUST, 1b Three-digit plan number (PN) 001, 1c Effective date of plan, 2a Plan sponsor's name (employer, if for a single-employer plan) RHUMLINE ADVISERS CORP., 2b Employer Identification Number (EIN) 73-6360040, 2c Plan Sponsor's telephone number 816-871-4100, 2d Business code (see instructions)

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

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

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

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

Form 5500 (2024) v. 240311

<b>3a</b> Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	<b>3b</b> Administrator's EIN  <b>3c</b> Administrator's telephone number  <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
<b>4</b> 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: <b>a</b> Sponsor's name <b>c</b> Plan Name	<b>4b</b> EIN  <b>4d</b> PN
<b>5</b> Total number of participants at the beginning of the plan year	<b>5</b>
<b>6</b> Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines <b>6a(1)</b> , <b>6a(2)</b> , <b>6b</b> , <b>6c</b> , and <b>6d</b> ). <b>a(1)</b> Total number of active participants at the beginning of the plan year ..... <b>a(2)</b> Total number of active participants at the end of the plan year ..... <b>b</b> Retired or separated participants receiving benefits..... <b>c</b> Other retired or separated participants entitled to future benefits ..... <b>d</b> Subtotal. Add lines <b>6a(2)</b> , <b>6b</b> , and <b>6c</b> ..... <b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. .... <b>f</b> Total. Add lines <b>6d</b> and <b>6e</b> ..... <b>g(1)</b> Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) ..... <b>g(2)</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) ..... <b>h</b> Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	<div style="background-color: #cccccc; height: 20px; width: 100%;"></div> <div style="background-color: #cccccc; height: 20px; width: 100%;"></div> <b>6a(1)</b> <b>6a(2)</b> <b>6b</b> <b>6c</b> <b>6d</b> <b>6e</b> <b>6f</b> <b>6g(1)</b> <b>6g(2)</b> <b>6h</b>
<b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) .....	<b>7</b>

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

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

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

<b>a Pension Schedules</b> (1) <input type="checkbox"/> <b>R</b> (Retirement Plan Information) (2) <input type="checkbox"/> <b>MB</b> (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) <input type="checkbox"/> <b>SB</b> (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary (4) <input type="checkbox"/> <b>DCG</b> (Individual Plan Information) – Number Attached _____ (5) <input type="checkbox"/> <b>MEP</b> (Multiple-Employer Retirement Plan Information)	<b>b General Schedules</b> (1) <input checked="" type="checkbox"/> <b>H</b> (Financial Information) (2) <input type="checkbox"/> <b>I</b> (Financial Information – Small Plan) (3) <input type="checkbox"/> <b>A</b> (Insurance Information) – Number Attached _____ (4) <input checked="" type="checkbox"/> <b>C</b> (Service Provider Information) (5) <input checked="" type="checkbox"/> <b>D</b> (DFE/Participating Plan Information) (6) <input type="checkbox"/> <b>G</b> (Financial Transaction Schedules)
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**Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)**

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**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.

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**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 2024 Form M-1 annual report. If the plan was not required to file the 2024 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 \_\_\_\_\_

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<b>SCHEDULE C</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Service Provider Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2024</b>  <b>This Form is Open to Public Inspection.</b>
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For calendar plan year 2024 or fiscal plan year beginning **01/01/2024** and ending **12/31/2024**

<b>A</b> Name of plan <b>RHUMBLINE LARGE CAP GROWTH POOLED INDEX TRUST</b>	<b>B</b> Three-digit plan number (PN) ▶	<b>001</b>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>RHUMBLINE ADVISERS CORP.</b>	<b>D</b> Employer Identification Number (EIN) <b>73-6360040</b>	

**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

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

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

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

STATE STREET BANK & TRUST

04-1867445

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19 28 99	TRUSTEE	135999	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

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

WOLF & COMPANY, P.C.

04-2689883

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	AUDITOR	18228	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

PKF O'CONNOR DAVIES, LLP

27-1728945

(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?
49 99	NONE	7168	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

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

ISS

06-1541449

(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?
49 99	NONE	5299	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

LIQUIDNET INC.

13-4095933

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33 71	NONE	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	5503	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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

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

**Part I Service Provider Information (continued)**

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
STATE STREET BANK & TRUST	19 28 99	135999
(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.	
RHUMBLINE LARGE CAP GROWTH POOLED I  73-6360040	STIF COMPENSATION 25 BASIS POINTS OVERDRAFT COMPENSATION FED FUNDS RATE PLUS 200 BASIS POINTS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
LIQUIDNET INC.	33 71	5503
(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.	
RHUMBLINE LARGE CAP GROWTH POOLED I  73-6360040	BROKER COMMISSION	
(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.

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

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

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

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

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

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> 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)

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>SCHEDULE D</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>	<b>DFE/Participating Plan Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2024</b>  <b>This Form is Open to Public Inspection.</b>
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

<b>A</b> Name of plan <u>RHUMBLINE LARGE CAP GROWTH POOLED INDEX TRUST</u>	<b>B</b> Three-digit plan number (PN)	<u>001</u>
<b>C</b> Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>RHUMBLINE ADVISERS CORP.</u>	<b>D</b> Employer Identification Number (EIN) <u>73-6360040</u>	

<b>Part I</b>	<b>Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)</b> (Complete as many entries as needed to report all interests in DFEs)
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<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

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

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

**c** EIN-PN

**d** Entity code

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

<b>Part II</b>		<b>Information on Participating Plans (to be completed by DFEs, other than DCGs)</b>	
(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)			
<b>a</b>	Plan name	CITY OF PONTIAC POLICE & FIRE RETIREMENT SYSTEM	
<b>b</b>	Name of plan sponsor	CITY OF PONTIAC	<b>c</b> EIN-PN 38-6110381-
<b>a</b>	Plan name	DANVERS RETIREMENT	
<b>b</b>	Name of plan sponsor	DANVERS RETIREMENT	<b>c</b> EIN-PN 04-6001125-
<b>a</b>	Plan name	HOLLYWOOD POLICE RETIREMENT SYSTEM	
<b>b</b>	Name of plan sponsor	HOLLYWOOD POLICE RETIREMENT SYSTEM	<b>c</b> EIN-PN 59-6904194-
<b>a</b>	Plan name	MEMPHIS RETIREMENT SYSTEM	
<b>b</b>	Name of plan sponsor	MEMPHIS RETIREMENT SYSTEM	<b>c</b> EIN-PN 62-6000361-
<b>a</b>	Plan name	SUNRISE GENERAL EMPLOYEES RETIREMENT PLAN	
<b>b</b>	Name of plan sponsor	SUNRISE GENERAL EMPLOYEES RETIREMENT PLAN	<b>c</b> EIN-PN 47-4635411-
<b>a</b>	Plan name	TOWN OF NORWOOD	
<b>b</b>	Name of plan sponsor	TOWN OF NORWOOD	<b>c</b> EIN-PN 57-6199810-
<b>a</b>	Plan name	CITY OF QUINCY	
<b>b</b>	Name of plan sponsor	CITY OF QUINCY	<b>c</b> EIN-PN 04-2620519-
<b>a</b>	Plan name	FALMOUTH RETIREMENT SYSTEM	
<b>b</b>	Name of plan sponsor	FALMOUTH RETIREMENT SYSTEM	<b>c</b> EIN-PN 04-6001148-
<b>a</b>	Plan name	MASSACHUSETTS LABORERS' PENSION FUND	
<b>b</b>	Name of plan sponsor	BOARD OF TRUSTEES OF MASSACHUSETTS LABORERS PENSION FUND	<b>c</b> EIN-PN 04-6128298-001
<b>a</b>	Plan name	PLYMOUTH COUNTY RETIREMENT ASSOCIATION	
<b>b</b>	Name of plan sponsor	PLYMOUTH COUNTY RETIREMENT ASSOCIATION	<b>c</b> EIN-PN 32-0091442-
<b>a</b>	Plan name	GENERAL EMPLOYEE DEFERRED COMPENSATION PLAN	
<b>b</b>	Name of plan sponsor	CLAIRE T. SINGERMAN EMPLOYEES RETIREMENT FUND	<b>c</b> EIN-PN 46-4385582-001
<b>a</b>	Plan name	CITY OF CHARLOTTE	
<b>b</b>	Name of plan sponsor	CITY OF CHARLOTTE	<b>c</b> EIN-PN 52-1333483-

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.)	
<b>a</b>	Plan name CITY OF BALTIMORE FIRE AND POLICE EMPLOYEES' RETIREMENT SYSTEM	
<b>b</b>	Name of plan sponsor CITY OF BALTIMORE	<b>c</b> EIN-PN 52-6034920-
<b>a</b>	Plan name CITY OF WILMINGTON RETIREMENT PLAN	
<b>b</b>	Name of plan sponsor CITY OF WILMINGTON	<b>c</b> EIN-PN 51-0176414-
<b>a</b>	Plan name WEST PALM BEACH POLICE PENSION FUND	
<b>b</b>	Name of plan sponsor WEST PALM BEACH POLICE PENSION FUND	<b>c</b> EIN-PN 59-6128697-
<b>a</b>	Plan name I.B.E.W LOCAL NO. 728 PENSION FUND	
<b>b</b>	Name of plan sponsor TRUSTEES OF I.B.E.W LOCAL NO.728 PENSION FUND	<b>c</b> EIN-PN 59-6510428-001
<b>a</b>	Plan name POMPANO BEACH GERS	
<b>b</b>	Name of plan sponsor POMPANO	<b>c</b> EIN-PN 59-6531939-
<b>a</b>	Plan name DELRAY BEACH	
<b>b</b>	Name of plan sponsor DELRAY BEACH	<b>c</b> EIN-PN 59-6763714-
<b>a</b>	Plan name COOPER CITY POLICE OFFICERS RETIREMENT PLAN	
<b>b</b>	Name of plan sponsor COOPER CITY	<b>c</b> EIN-PN 65-1037552-
<b>a</b>	Plan name MEMPHIS LIGHT, GAS & WATER RETIREMENT & PENSION SYSTEM	
<b>b</b>	Name of plan sponsor MEMPHIS LIGHT, GAS & WATER RETIREMENT & PENSION SYSTEM	<b>c</b> EIN-PN 62-6052975-
<b>a</b>	Plan name CITY OF SUNRISE POLICE OFFICERS RETIREMENT PLAN	
<b>b</b>	Name of plan sponsor CITY OF SUNRISE	<b>c</b> EIN-PN 65-0250487-
<b>a</b>	Plan name DELRAY BEACH POLICE OFFICERS RETIREMENT SYSTEM	
<b>b</b>	Name of plan sponsor DELRAY BEACH	<b>c</b> EIN-PN 81-4462472-
<b>a</b>	Plan name DELRAY BEACH FIREFIGHTERS RETIREMENT SYSTEM	
<b>b</b>	Name of plan sponsor DELRAY BEACH	<b>c</b> EIN-PN 81-4470616-
<b>a</b>	Plan name MCCA OTHER POST-EMPLOYMENT BENEFITS TRUST	
<b>b</b>	Name of plan sponsor MCCA OTHER POST-EMPLOYMENT BENEFITS TRUST	<b>c</b> EIN-PN 82-6670794-

**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 MCCA PENSION BENEFITS TRUST

**b** Name of plan sponsor MCCA PENSION BENEFITS TRUST **c** EIN-PN 82-6675062-

**a** Plan name SAN MATEO HOTEL EMPLOYEES & RESTAURANT EMPLOYEES WELFARE FUND

**b** Name of plan sponsor SAN MATEO HOTEL EMPLOYEES & RESTAURANT EMPLOYEES WELFARE FUND **c** EIN-PN 94-6081299-501

**a** Plan name DALLAS FW AIRPORT

**b** Name of plan sponsor DALLAS FW AIRPORT **c** EIN-PN 75-1279194-

**a** Plan name MIRAMAR FIREFIGHTERS RETIREMENT PLAN

**b** Name of plan sponsor MIRAMAR FIREFIGHTERS RETIREMENT PLAN **c** EIN-PN 27-3772862-

**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

<b>SCHEDULE H</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Financial Information</b>  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).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2024</b>  <b>This Form is Open to Public Inspection</b>
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For calendar plan year 2024 or fiscal plan year beginning <b>01/01/2024</b> and ending <b>12/31/2024</b>	
<b>A</b> Name of plan <b>RHUMBLINE LARGE CAP GROWTH POOLED INDEX TRUST</b>	<b>B</b> Three-digit plan number (PN) ▶ <b>001</b>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>RHUMBLINE ADVISERS CORP.</b>	<b>D</b> Employer Identification Number (EIN) <b>73-6360040</b>

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

	(a) Beginning of Year	(b) End of Year
<b>Assets</b>		
<b>a</b> Total noninterest-bearing cash .....	<b>1a</b>	
<b>b</b> Receivables (less allowance for doubtful accounts):		
<b>(1)</b> Employer contributions .....	<b>1b(1)</b>	
<b>(2)</b> Participant contributions .....	<b>1b(2)</b>	
<b>(3)</b> Other .....	<b>1b(3)</b>	533571 1894088
<b>c</b> General investments:		
<b>(1)</b> Interest-bearing cash (include money market accounts & certificates of deposit) .....	<b>1c(1)</b>	431386 929619
<b>(2)</b> U.S. Government securities .....	<b>1c(2)</b>	
<b>(3)</b> Corporate debt instruments (other than employer securities):		
<b>(A)</b> Preferred .....	<b>1c(3)(A)</b>	
<b>(B)</b> All other .....	<b>1c(3)(B)</b>	
<b>(4)</b> Corporate stocks (other than employer securities):		
<b>(A)</b> Preferred .....	<b>1c(4)(A)</b>	
<b>(B)</b> Common .....	<b>1c(4)(B)</b>	991640192 1296905736
<b>(5)</b> Partnership/joint venture interests .....	<b>1c(5)</b>	
<b>(6)</b> Real estate (other than employer real property) .....	<b>1c(6)</b>	8850036 5845063
<b>(7)</b> Loans (other than to participants) .....	<b>1c(7)</b>	
<b>(8)</b> Participant loans .....	<b>1c(8)</b>	
<b>(9)</b> Value of interest in common/collective trusts .....	<b>1c(9)</b>	
<b>(10)</b> Value of interest in pooled separate accounts .....	<b>1c(10)</b>	
<b>(11)</b> Value of interest in master trust investment accounts .....	<b>1c(11)</b>	
<b>(12)</b> Value of interest in 103-12 investment entities .....	<b>1c(12)</b>	
<b>(13)</b> Value of interest in registered investment companies (e.g., mutual funds) .....	<b>1c(13)</b>	4228312 4141093
<b>(14)</b> Value of funds held in insurance company general account (unallocated contracts).....	<b>1c(14)</b>	
<b>(15)</b> Other.....	<b>1c(15)</b>	

<b>1d</b> Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	<b>1d(1)</b>		
(2) Employer real property.....	<b>1d(2)</b>		
<b>e</b> Buildings and other property used in plan operation.....	<b>1e</b>		
<b>f</b> Total assets (add all amounts in lines 1a through 1e).....	<b>1f</b>	1005683497	1309715599
<b>Liabilities</b>			
<b>g</b> Benefit claims payable.....	<b>1g</b>		
<b>h</b> Operating payables.....	<b>1h</b>		
<b>i</b> Acquisition indebtedness.....	<b>1i</b>		
<b>j</b> Other liabilities.....	<b>1j</b>	30642	2191879
<b>k</b> Total liabilities (add all amounts in lines 1g through 1j).....	<b>1k</b>	30642	2191879
<b>Net Assets</b>			
<b>l</b> Net assets (subtract line 1k from line 1f).....	<b>1l</b>	1005652855	1307523720

**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.

<b>Income</b>		(a) Amount	(b) Total
<b>a Contributions:</b>			
(1) Received or receivable in cash from: <b>(A)</b> Employers.....	<b>2a(1)(A)</b>		
<b>(B)</b> Participants.....	<b>2a(1)(B)</b>		
<b>(C)</b> Others (including rollovers).....	<b>2a(1)(C)</b>		
(2) Noncash contributions.....	<b>2a(2)</b>		
(3) Total contributions. Add lines <b>2a(1)(A)</b> , <b>(B)</b> , <b>(C)</b> , and line <b>2a(2)</b> .....	<b>2a(3)</b>		0
<b>b Earnings on investments:</b>			
<b>(1) Interest:</b>			
<b>(A)</b> Interest-bearing cash (including money market accounts and certificates of deposit).....	<b>2b(1)(A)</b>	37903	
<b>(B)</b> U.S. Government securities.....	<b>2b(1)(B)</b>		
<b>(C)</b> Corporate debt instruments.....	<b>2b(1)(C)</b>		
<b>(D)</b> Loans (other than to participants).....	<b>2b(1)(D)</b>		
<b>(E)</b> Participant loans.....	<b>2b(1)(E)</b>		
<b>(F)</b> Other.....	<b>2b(1)(F)</b>		
<b>(G)</b> Total interest. Add lines <b>2b(1)(A)</b> through <b>(F)</b> .....	<b>2b(1)(G)</b>		37903
<b>(2) Dividends:</b>			
<b>(A)</b> Preferred stock.....	<b>2b(2)(A)</b>		
<b>(B)</b> Common stock.....	<b>2b(2)(B)</b>	7763990	
<b>(C)</b> Registered investment company shares (e.g. mutual funds).....	<b>2b(2)(C)</b>	28315	
<b>(D)</b> Total dividends. Add lines <b>2b(2)(A)</b> , <b>(B)</b> , and <b>(C)</b> .....	<b>2b(2)(D)</b>		7792305
(3) Rents.....	<b>2b(3)</b>		
<b>(4) Net gain (loss) on sale of assets:</b>			
<b>(A)</b> Aggregate proceeds.....	<b>2b(4)(A)</b>	267699685	
<b>(B)</b> Aggregate carrying amount (see instructions).....	<b>2b(4)(B)</b>	258804913	
<b>(C)</b> Subtract line <b>2b(4)(B)</b> from line <b>2b(4)(A)</b> and enter result.....	<b>2b(4)(C)</b>		8894772
<b>(5) Unrealized appreciation (depreciation) of assets:</b>			
<b>(A)</b> Real estate.....	<b>2b(5)(A)</b>		
<b>(B)</b> Other.....	<b>2b(5)(B)</b>	313195444	
<b>(C)</b> Total unrealized appreciation of assets. Add lines <b>2b(5)(A)</b> and <b>(B)</b> .....	<b>2b(5)(C)</b>		

	(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts .....	2b(6)	
(7) Net investment gain (loss) from pooled separate accounts .....	2b(7)	
(8) Net investment gain (loss) from master trust investment accounts .....	2b(8)	
(9) Net investment gain (loss) from 103-12 investment entities .....	2b(9)	
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds) .....	2b(10)	
<b>c</b> Other income .....	2c	39396
<b>d</b> Total income. Add all <b>income</b> amounts in column (b) and enter total .....	2d	329959820

**Expenses**

<b>e</b> Benefit payment and payments to provide benefits:		
(1) Directly to participants or beneficiaries, including direct rollovers .....	2e(1)	
(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)	0
<b>f</b> Corrective distributions (see instructions) .....	2f	
<b>g</b> Certain deemed distributions of participant loans (see instructions) .....	2g	
<b>h</b> Interest expense .....	2h	
<b>i</b> Administrative expenses:		
(1) Salaries and allowances .....	2i(1)	
(2) Contract administrator fees .....	2i(2)	
(3) Recordkeeping fees .....	2i(3)	
(4) IQPA audit fees .....	2i(4)	18228
(5) Investment advisory and investment management fees .....	2i(5)	8708
(6) Bank or trust company trustee/custodial fees .....	2i(6)	145701
(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)	5295
(12) Total administrative expenses. Add lines 2i(1) through (11) .....	2i(12)	177932
<b>j</b> Total expenses. Add all <b>expense</b> amounts in column (b) and enter total .....	2j	177932

**Net Income and Reconciliation**

<b>k</b> Net income (loss). Subtract line 2j from line 2d .....	2k	329781888
<b>l</b> Transfers of assets:		
(1) To this plan .....	2l(1)	96001665
(2) From this plan .....	2l(2)	123912688

**Part III Accountant's Opinion**

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

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

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

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

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

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

(1) Name: **BKD, LLP**

(2) EIN: **44-0160260**

**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
<b>a</b> Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)			
<b>b</b> Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X	
<b>c</b> Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
<b>d</b> Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
<b>e</b> Was this plan covered by a fidelity bond?			
<b>f</b> Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?			
<b>g</b> 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?			
<b>h</b> 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?			
<b>i</b> Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
<b>j</b> 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.)			
<b>k</b> Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
<b>l</b> Has the plan failed to provide any benefit when due under the plan?			
<b>m</b> If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
<b>n</b> If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

**5c** Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) .....  Yes  No  Not determined  
 If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year \_\_\_\_\_.

# **RhumbLine Large Cap Growth Pooled Index Trust**

Financial Statements  
and Supplementary Information

December 31, 2024

# RhumbLine Large Cap Growth Pooled Index Trust

Financial Statements  
and Supplementary Information  
December 31, 2024

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## Independent Auditor's Report

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Directors and Participants

RhumbLine Large Cap Growth Pooled Index Trust:

### ***Opinion***

We have audited the financial statements of the RhumbLine Large Cap Growth Pooled Index Trust (the "Trust"), which comprise the statement of assets and liabilities, including the condensed schedule of investments, as of December 31, 2024, and the related statements of operations and changes in net assets for the year then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Trust as of December 31, 2024, and the results of its operations and the changes in net assets for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### ***Basis for Opinion***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Trust and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 Trust's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

### ***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 Trust'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 Trust'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.

### ***Supplementary Information***

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of investment purchases and sales is presented for purposes of additional analysis and is not a required part of the financial statements. 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 the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

*Wolf & Company, P.C.*

Boston, Massachusetts

March 31, 2025

## RhumbLine Large Cap Growth Pooled Index Trust

### Statement of Assets and Liabilities December 31, 2024

#### **ASSETS**

Investments, at fair value (cost \$584,221,234)	\$ 1,306,891,892
Cash and cash equivalents	929,619
Receivable for:	
Due from broker	1,566,099
Dividends and interest	<u>327,989</u>
Total Assets	<u>1,309,715,599</u>

#### **LIABILITIES**

Accounts payable and accrued liabilities	41,879
Accrued redemption payable	<u>2,150,000</u>
Total Liabilities	<u>2,191,879</u>

#### **NET ASSETS**

	<u>\$ 1,307,523,720</u>
Units Outstanding	12,188,794
<b>Net Asset Value Per Unit</b>	<u>\$ 107.27</u>

*See accompanying notes to financial statements*

## RhumbLine Large Cap Growth Pooled Index Trust

Condensed Schedule of Investments  
December 31, 2024

Number of Shares	Description	% of Net Assets	Fair Value
<b>Investments in Securities</b>			
<b><u>Common Stocks - United States of America</u></b>			
	Communication Services	13.23%	\$ 172,955,413
	Consumer Discretionary		
416,101	Amazon.com Inc <sup>1</sup>	6.98	91,288,398
	Other	8.85	115,702,901
	Consumer Staples	3.25	42,549,621
	Energy	0.42	5,469,712
	Financials	6.46	84,464,824
	Health Care	6.59	86,102,360
	Industrials	4.18	54,672,831
	Information Technology		
634,520	Apple Inc <sup>1</sup>	12.15	158,896,498
1,037,433	Nvidia Corp <sup>1</sup>	10.66	139,316,878
329,690	Microsoft Corp <sup>1</sup>	10.63	138,964,335
	Other	14.98	195,883,318
	Materials	0.58	7,534,634
	Real Estate	0.01	165,047
	Utilities	0.21	<u>2,938,966</u>
	<b>Total Common Stocks (cost \$575,601,375)</b>	<b>99.18%</b>	<b><u>\$ 1,296,905,736</u></b>

<sup>1</sup> Denotes greater than 5% investment  
See accompanying notes to financial statements

## RhumbLine Large Cap Growth Pooled Index Trust

Condensed Schedule of Investments (continued)  
December 31, 2024

Number of Shares	Description	% of Net Assets	Fair Value
<b><u>Real Estate Investment Trusts - United States of America</u></b>			
	Real Estate	0.45%	\$ <u>5,845,063</u>
	<b>Total Real Estate Investment Trusts (cost \$4,790,822)</b>	0.45%	\$ <u>5,845,063</u>
<b><u>Mutual Fund - United States of America</u></b>			
	Financials	0.32%	\$ <u>4,141,093</u>
	<b>Total Mutual Fund (cost \$3,829,037)</b>	0.32%	\$ <u>4,141,093</u>
	<b>Total Investments in Securities (cost \$584,221,234)</b>	99.95%	\$ <u>1,306,891,892</u>

*See accompanying notes to financial statements*

## RhumbLine Large Cap Growth Pooled Index Trust

### Statement of Operations Year Ended December 31, 2024

#### **INCOME**

Interest	\$	37,903
Dividends		7,792,305
Other		<u>39,396</u>
Total Income		<u>7,869,604</u>

#### **EXPENSES**

Custody		145,701
Professional		26,936
Filing fees		<u>5,295</u>
Total Expenses		<u>177,932</u>

#### **NET INVESTMENT INCOME**

7,691,672

#### **NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS**

Net realized gain		80,888,235
Net change in unrealized appreciation		<u>241,201,981</u>
Net realized and unrealized gain		<u>322,090,216</u>

#### **NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS**

\$ 329,781,888

*See accompanying notes to financial statements*

## RhumbLine Large Cap Growth Pooled Index Trust

### Statement of Changes In Net Assets Year Ended December 31, 2024

#### **OPERATIONS**

Net investment income	\$ 7,691,672
Net realized gain	80,888,235
Net change in unrealized appreciation	<u>241,201,981</u>

Net increase in net assets resulting from operations 329,781,888

**NET DECREASE IN NET ASSETS FROM PARTICIPANT TRANSACTIONS** (27,911,023)

**NET INCREASE IN NET ASSETS** 301,870,865

#### **NET ASSETS**

Beginning of year 1,005,652,855

End of year \$ 1,307,523,720

*See accompanying notes to financial statements*

# RhumbLine Large Cap Growth Pooled Index Trust

Notes to Financial Statements  
December 31, 2024

## 1. Nature of Operations and Summary of Significant Accounting Policies

### ***Nature of Operations***

The RhumbLine Large Cap Growth Pooled Index Trust (the “Trust”) was formed under a Declaration of Trust. The investment objective of the trust is to match the return of the Russell 1000 Growth Index through investment in substantially all of the stocks contained in that index. State Street Bank and Trust Company (“State Street Bank”) is the Trustee along with the Custodian and Recordkeeper. RhumbLine Advisers Limited Partnership is the Trust’s Investment Manager (“Investment Manager”). The Investment Manager is registered with the United States Securities Exchange Commission as an investment adviser under the Investment Adviser’s Act of 1940.

The Trust follows accounting standards established by the Financial Accounting Standards Board (the “FASB”) to ensure consistent reporting of financial condition and results of operations. References to accounting principles generally accepted in the United States of America (“U.S. GAAP”) in these notes are to the FASB Accounting Standards Codification (“ASC”).

The Trust qualifies as an investment company, defined in FASB, ASC Topic 946 Financial Services – Investment Companies and, therefore, is applying the specialized accounting and reporting guidance in ASC Topic 946.

### ***Use of Estimates***

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of investment income and expenses during the reporting period. Actual results could differ from those estimates.

### ***Investment Valuation***

All investments in securities are recorded at their estimated fair value. Transfers in and out of Level 1 (quoted market prices), Level 2 (significant other observable inputs), and Level 3 (significant unobservable inputs) are recognized on the period ending date.

### ***Investment Transactions***

Investment transactions are accounted for on the trade date. Realized gains and losses from investment transactions and unrealized appreciation or depreciation on investments are reported on the average cost basis.

## RhumbLine Large Cap Growth Pooled Index Trust

Notes to Financial Statements  
December 31, 2024

### 1. Nature of Operations and Summary of Significant Accounting Policies (*continued*)

#### ***Investment Income and Distribution of Income***

Dividend income less foreign taxes withheld, if any, is recorded on the ex-dividend date and interest income is recorded on the accrual basis from settlement date. Net investment income is allocated ratably on the valuation dates among all participants. No distributions are made to participants in the Trust until units owned are redeemed, at which time the market value of redeemed units is distributed. Investment income and realized gains (if any) earned by the Trust are reinvested, thereby increasing the respective unit values.

#### ***Cash and Cash Equivalents***

Cash represents cash on hand and demand deposits held at financial institutions. Cash equivalents include short-term highly liquid investments of sufficient credit quality that are readily convertible to known amounts of cash and have original maturities of three months or less. Cash equivalents are held in short-term investment funds or money market funds to meet short-term liquidity requirements, rather than for investment purposes.

#### ***Valuation of Participants' Interest***

The net asset value of the Trust is determined daily ("valuation date"). Issuances and redemptions of the Trust are made on such days, based upon the closing value of the securities bought or sold as of the valuation date, adjusted for the related market effect and transaction costs, which are allocated to the applicable participant. Transaction costs include brokerage commissions, taxes, and other direct costs related to security transactions. Market effect is the difference between the execution price of the investment on the trade date and the investment's closing market value on the valuation date.

#### ***Income Taxes***

The Trust complies with the requirements under Section 501(a) of the Internal Revenue Code and apportions all of its taxable income to its participants. Therefore, the Trust is exempt from federal and state income taxes and no income tax provision is required.

### 2. Expenses

Under the Declaration of Trust, the Trust may pay certain expenses for services received during the year, which include custodian and professional fees. State Street Bank is paid a custody fee by the Trust based upon the Trust's average net assets. The Investment Manager's fee is not charged to the Trust, but is paid directly by the participants in the Trust. Each participant agrees to and contracts with the Investment Manager independently to a fee related to the chosen investment mix and services based upon the participant's assets under management which is typically paid quarterly.

## RhumbLine Large Cap Growth Pooled Index Trust

Notes to Financial Statements  
December 31, 2024

### 3. Financial Highlights

For a unit of participation outstanding throughout the year:

Net asset value, beginning of year	\$	<u>80.46</u>
Net investment income		0.63
Net realized and unrealized gain		<u>26.18</u>
Net increase from investment operations		<u>26.81</u>
Net asset value, end of year	\$	<u><u>107.27</u></u>
Total return		33.32 %
Ratio to average net assets:		
Net investment income		0.67 %
Expenses		0.02 %

### 4. Participant Unit Transactions

	<u>Units</u>	<u>Amounts</u>
Proceeds from sale of units	1,024,573	\$ 96,001,665
Cost of units redeemed	<u>(1,333,913)</u>	<u>(123,912,688)</u>
Net decrease from participant transactions	<u>(309,340)</u>	<u>\$ (27,911,023)</u>

There is no minimum initial investment from a new unit holder. There is no minimum for additional capital contribution amounts from an existing unit holder. Withdrawals can be made in any amount provided at least five business days' notice, typically on the last business day of each month, or additional days as designated by the Investment Manager.

### 5. Disclosures About Fair Value of Financial Instruments

Fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities that the Trust can access at the measurement date.
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices for identical instruments in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

## RhumbLine Large Cap Growth Pooled Index Trust

Notes to Financial Statements  
December 31, 2024

### 5. Disclosures About Fair Value of Financial Instruments *(continued)*

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying statement of assets and liabilities, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended December 31, 2024.

#### ***Equity Securities (Common Stocks, Real Estate Investment Trusts and Mutual Fund)***

Securities traded on a national securities exchange (or reported on the NASDAQ national market) are valued at the last reported sales price or official closing price as reported by an independent pricing service on the primary market or exchange on which they are traded and are categorized as Level 1 in the hierarchy.

The following table presents the fair value measurements of assets recognized in the accompanying statement of assets and liabilities measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall on December 31, 2024:

	Quoted Prices in Active Markets for Identical Assets (Level 1)	<u>Fair Value Measurement Using</u>		Total
		Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Common stocks	\$1,296,905,736	\$ -	\$ -	\$1,296,905,736
Real estate investment trusts	5,845,063	-	-	5,845,063
Mutual fund	<u>4,141,093</u>	<u>-</u>	<u>-</u>	<u>4,141,093</u>
Total	<u>\$1,306,891,892</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$1,306,891,892</u>

### 6. Due From Broker

The clearing and depository operations for the Trust's security transactions are provided by one broker. Due from broker includes amounts for net trading profits, unsettled trades, margin deposits and cash balances, including amounts deposited to collateralize securities borrowed and margin debt. At December 31, 2024, all of the securities and amounts due from broker reflected in the statement of assets and liabilities are positions with and amounts due from this broker. For financial reporting purposes, amounts due to this broker have been offset against amounts due from this broker. The broker's right to sell or repledge this collateral is limited to 140% of the amount due to the broker after adjusting for securities sold short and other items.

## **RhumbLine Large Cap Growth Pooled Index Trust**

Notes to Financial Statements  
December 31, 2024

### **7. Risk Factors**

The Trust invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the accompanying statement of assets and liabilities.

### **8. Indemnifications**

In the normal course of business, the Trust enters into contracts that contain a variety of representations and warranties that provide indemnifications under certain circumstances. The Trust's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Trust that have not yet occurred. The Trust expects the risk of future obligation under these indemnifications to be remote.

### **9. Subsequent Events**

Subsequent events have been evaluated through March 31, 2025, which is the date the financial statements were available to be issued. There were no subsequent events that require adjustment to or disclosure in the financial statements.

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# **RhumbLine Large Cap Growth Pooled Index Trust**

Supplementary Information

December 31, 2024

## RhumbLine Large Cap Growth Pooled Index Trust

### Schedule of Investment Purchases and Sales Year Ended December 31, 2024

<b>Purchases</b>			
<b>Investment Type</b>	<b>Cost</b>		
Common stocks	\$ 215,080,359		
Real estate investment trusts	884,140		
Mutual fund	<u>33,592,829</u>		
 Total Investments Purchased	 <u><u>\$ 249,557,328</u></u>		
<b>Sales</b>			
<b>Investment Type</b>	<b>Proceeds</b>	<b>Cost</b>	<b>Realized Gain</b>
Common stocks	\$ 230,774,815	\$ 152,036,459	\$ 78,738,356
Real estate investment trusts	3,372,214	2,595,121	777,093
Mutual fund	<u>35,327,163</u>	<u>33,954,377</u>	<u>1,372,786</u>
 Total Investments Sold	 <u><u>\$ 269,474,192</u></u>	 <u><u>\$ 188,585,957</u></u>	 <u><u>\$ 80,888,235</u></u>

*See independent auditor's report*

RHUMBLINE ADVISERS  
SCHEDULE H, LINE 41 - SCHEDULE OF ASSETS  
(HELD AT END OF YEAR)

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
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INTEREST BEARING CASH

928HVNL10	STIF 25 BPS	STIF 25 BPS	1.000 12/31/2050	
		926,707.79	926,707.79	926,707.79
		-----	-----	-----
		926,707.79	926,707.79	926,707.79

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
	CORPORATE STOCKS - COMMON			
	G3223R108 EVEREST GROUP LTD	COMMON STOCK USD.01 315.000	93,865.18	114,174.90
	G48833118 WEATHERFORD INTERNATIONAL PL	COMMON STOCK USD.001 3,210.000	389,628.21	229,932.30
	G66721104 NORWEGIAN CRUISE LINE HOLDIN	COMMON STOCK USD.001 18,847.000	351,074.06	484,933.31
	G6683N103 NU HOLDINGS LTD/CAYMAN ISL A	COMMON STOCK USD.0000006667 140,594.000	1,486,106.76	1,456,553.84
	G8068L108 SHARKNINJA INC	COMMON STOCK USD.2 560.000	42,084.95	54,521.60
	G8994E103 TRANE TECHNOLOGIES PLC	COMMON STOCK USD1.0 3,414.000	700,332.62	1,260,960.90
	G98239109 XP INC CLASS A	COMMON STOCK 1,833.000	39,105.84	21,721.05
	L44385109 GLOBANT SA	COMMON STOCK USD1.2 1,407.000	213,931.21	301,688.94
	L8681T102 SPOTIFY TECHNOLOGY SA	COMMON STOCK EUR.000625 6,499.000	1,166,479.64	2,907,522.62
	N14506104 ELASTIC NV	COMMON STOCK EUR.01 3,596.000	294,445.80	356,291.68
	V7780T103 ROYAL CARIBBEAN CRUISES LTD	COMMON STOCK USD.01 3,637.000	412,734.11	839,019.53
	000360206 RAON INC	COMMON STOCK USD.004 3,019.000	265,726.47	355,275.92
	00287Y109 ABBVIE INC	COMMON STOCK USD.01 33,850.000	3,227,336.99	6,015,145.00
	00724F101 ADOBE INC	COMMON STOCK USD.0001 19,609.000	5,512,406.37	8,719,730.12
	00790R104 ADVANCED DRAINAGE SYSTEMS IN	COMMON STOCK USD.01 1,182.000	137,079.21	136,639.20
	007903107 ADVANCED MICRO DEVICES	COMMON STOCK USD.01 46,989.000	3,438,225.23	5,675,801.31
	009066101 AIRENB INC CLASS A	COMMON STOCK USD.0001 19,327.000	2,376,119.64	2,539,761.07
	016255101 ALIGN TECHNOLOGY INC	COMMON STOCK USD.0001 1,942.000	401,928.12	404,926.42
	020002101 ALLSTATE CORP	COMMON STOCK USD.01 1,823.000	293,315.06	351,456.17
	02005N100 ALLY FINANCIAL INC	COMMON STOCK USD.01 1,596.000	63,316.03	57,471.96

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
02043Q107	ALNYLAM PHARMACEUTICALS INC	COMMON STOCK USD-.01 4,958.000	697,516.33	1,166,666.98
02079K107	ALPHABET INC CL C	COMMON STOCK USD-.001 215,123.000	17,483,050.38	40,968,024.12
02079K305	ALPHABET INC CL A	COMMON STOCK USD-.001 260,574.000	21,219,031.07	49,326,658.20
023135106	AMAZON.COM INC	COMMON STOCK USD-.01 416,101.000	39,425,025.35	91,288,398.39
023586100	U HAUL HOLDING CO	COMMON STOCK USD-.25 131.000	6,968.90	9,050.79
023586506	U HAUL HOLDING CO NON VOTING	COMMON STOCK USD-.001 1,947.000	102,829.05	124,705.35
02376R102	AMERICAN AIRLINES GROUP INC	COMMON STOCK USD-.01 2,016.000	32,939.38	35,138.88
025816109	AMERICAN EXPRESS CO	COMMON STOCK USD.2 9,306.000	1,683,620.50	2,761,927.74
03027X100	AMERICAN TOWER CORP	REIT USD.01 20,646.000	3,438,958.89	3,786,682.86
03073E105	CENCORA INC	COMMON STOCK USD-.01 7,343.000	1,168,491.72	1,649,825.24
03076C106	AMERIPRISE FINANCIAL INC	COMMON STOCK USD-.01 3,929.000	1,131,492.81	2,091,917.47
031162100	AMGEN INC	COMMON STOCK USD-.0001 18,476.000	4,192,370.70	4,815,584.64
032095101	AMPHENOL CORP CL A	COMMON STOCK USD-.001 30,406.000	944,484.76	2,111,696.70
036752103	ELEVANCE HEALTH INC	COMMON STOCK USD.01 1,646.000	801,256.51	607,209.40
03676B102	ANTERO MIDSTREAM CORP	COMMON STOCK 5,663.000	64,926.66	85,454.67
03753U106	APELLIS PHARMACEUTICALS INC	COMMON STOCK USD-.0001 4,577.000	357,219.87	146,052.07
03769M106	APOLLO GLOBAL MANAGEMENT INC	COMMON STOCK USD-.0001 17,256.000	1,133,045.58	2,850,000.96
03783C100	APPFOLIO INC A	COMMON STOCK USD-.0001 1,008.000	246,122.81	248,693.76
037833100	APPLE INC	COMMON STOCK USD-.0001 634,520.000	52,464,190.84	158,896,498.40
038222105	APPLIED MATERIALS INC	COMMON STOCK USD-.01 33,814.000	3,057,823.30	5,499,170.82
03831W108	APPLOVIN CORP CLASS A	COMMON STOCK USD-.00003 11,595.000	889,062.56	3,754,808.85
03990B101	ARES MANAGEMENT CORP A	COMMON STOCK 8,090.000	549,486.48	1,432,172.70

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
040413205	ARISTA NETWORKS INC	COMMON STOCK USD.0001 45,562.000	1,122,138.54	5,035,967.86
04247X102	ARMSTRONG WORLD INDUSTRIES	COMMON STOCK USD.01 651.000	51,883.95	92,005.83
04626A103	ASTERA LABS INC	COMMON STOCK USD.0001 47.000	2,844.05	6,225.15
049468101	ATLASSIAN CORP CL A	COMMON STOCK USD.00001 6,939.000	906,825.58	1,688,813.82
052769106	AUTODESK INC	COMMON STOCK USD.01 9,526.000	1,574,739.91	2,815,599.82
053015103	AUTOMATIC DATA PROCESSING	COMMON STOCK USD.1 16,871.000	2,390,883.76	4,938,647.83
053332102	AUTOZONE INC	COMMON STOCK USD.01 689.000	1,470,269.52	2,206,178.00
053611109	AVERY DENNISON CORP	COMMON STOCK USD1.0 1,344.000	182,686.01	251,502.72
053774105	AVIS BUDGET GROUP INC	COMMON STOCK USD.01 260.000	57,997.52	20,958.60
05464C101	AXON ENTERPRISE INC	COMMON STOCK USD.00001 3,174.000	469,364.14	1,886,371.68
05478C105	AZEK CO INC/THE	COMMON STOCK 4,484.000	189,719.24	212,855.48
05605H100	BWX TECHNOLOGIES INC	COMMON STOCK USD.01 813.000	44,822.09	90,560.07
08265T208	BENTLEY SYSTEMS INC CLASS B	COMMON STOCK USD.01 6,135.000	329,909.36	286,504.50
090043100	BILL HOLDINGS INC	COMMON STOCK USD.00001 1,090.000	57,357.65	92,333.90
09260D107	BLACKSTONE INC	COMMON STOCK USD.00001 31,983.000	3,292,595.39	5,514,508.86
093671105	H+R BLOCK INC	COMMON STOCK 1,157.000	23,313.98	61,135.88
09581B103	BLUE OWL CAPITAL INC	COMMON STOCK USD.0001 22,124.000	375,134.66	514,604.24
097023105	BOEING CO/THE	COMMON STOCK USD5.0 4,989.000	770,095.16	883,053.00
09857L108	BOOKING HOLDINGS INC	COMMON STOCK USD.008 1,378.000	2,229,877.09	6,846,482.76
099502106	BOOZ ALLEN HAMILTON HOLDINGS	COMMON STOCK USD.01 5,660.000	337,149.81	728,442.00
100557107	BOSTON BEER COMPANY INC A	COMMON STOCK USD.01 79.000	42,027.97	23,698.42
109194100	BRIGHT HORIZONS FAMILY SOLUT	COMMON STOCK USD.001 384.000	41,354.76	42,566.40

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
11133T103	BROADRIDGE FINANCIAL SOLUTION	COMMON STOCK USD.01 4,726.000	468,001.94	1,068,501.34
11135F101	BROADCOM INC	COMMON STOCK 201,578.000	11,785,860.42	46,733,843.52
115236101	BROWN + BROWN INC	COMMON STOCK USD.1 4,645.000	330,887.34	473,882.90
116794108	BRUKER CORP	COMMON STOCK USD.01 3,080.000	183,248.61	180,549.60
12008R107	BUILDERS FIRSTSOURCE INC	COMMON STOCK USD.01 467.000	64,638.26	66,748.31
122017106	BURLINGTON STORES INC	COMMON STOCK USD.0001 2,803.000	381,673.07	799,023.18
125146108	CDW CORP/DE	COMMON STOCK USD.01 2,988.000	425,037.93	520,031.52
125523100	THE CIGNA GROUP	COMMON STOCK USD.01 1,129.000	319,077.63	311,762.06
127387108	CADENCE DESIGN SYS INC	COMMON STOCK USD.01 12,053.000	1,068,620.33	3,621,444.38
14149Y108	CARDINAL HEALTH INC	COMMON STOCK 6,396.000	601,224.23	756,454.92
142339100	CARLISLE COS INC	COMMON STOCK USD1.0 275.000	111,433.22	101,431.00
143130102	CARMAX INC	COMMON STOCK USD.5 489.000	55,473.52	39,980.64
146869102	CARVANA CO	COMMON STOCK USD.001 1,674.000	220,112.44	340,424.64
147528103	CASEY S GENERAL STORES INC	COMMON STOCK 288.000	76,401.05	114,114.24
148929102	CAVA GROUP INC	COMMON STOCK USD.0001 3,335.000	279,701.30	376,188.00
149123101	CATERPILLAR INC	COMMON STOCK USD1.0 3,071.000	684,786.92	1,114,035.96
150870103	CELANESE CORP	COMMON STOCK USD.0001 1,215.000	163,893.42	84,090.15
15118V207	CELSIUS HOLDINGS INC	COMMON STOCK USD.001 7,736.000	394,678.91	203,766.24
15677J108	DAYFORCE INC	COMMON STOCK USD.01 710.000	38,969.81	51,574.40
16359R103	CHEMED CORP	COMMON STOCK USD1.0 65.000	33,974.01	34,437.00
163851108	CHEMOURS CO/THE	COMMON STOCK USD.01 471.000	10,631.27	7,959.90
16411R208	CHENIERE ENERGY INC	COMMON STOCK USD.003 5,188.000	550,628.30	1,114,745.56

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
169656105	CHIPOTLE MEXICAN GRILL INC	COMMON STOCK USD-.01 60,412.000	1,196,278.29	3,642,843.60
169905106	CHOICE HOTELS INTL INC	COMMON STOCK USD-.01 1,047.000	124,913.47	148,653.06
171484108	CHURCHILL DOWNS INC	COMMON STOCK 3,080.000	325,992.70	411,303.20
172908105	CINTAS CORP	COMMON STOCK 14,509.000	980,873.86	2,650,794.30
17888H103	CIVITAS RESOURCES INC	COMMON STOCK 1,175.000	81,077.00	53,897.25
185899101	CLEVELAND CLIFFS INC	COMMON STOCK USD.125 6,548.000	100,784.85	61,551.20
189054109	CLOROX COMPANY	COMMON STOCK USD1.0 5,488.000	892,016.61	891,306.08
18915M107	CLOUDFLARE INC CLASS A	COMMON STOCK USD-.001 13,256.000	903,883.84	1,427,406.08
191216100	COCA COLA CO/THE	COMMON STOCK USD.25 96,362.000	5,065,689.93	6,124,018.12
192422103	COGNEX CORP	COMMON STOCK USD-.002 397.000	18,564.39	14,236.42
19260Q107	COINBASE GLOBAL INC CLASS A	COMMON STOCK USD-.00001 7,541.000	1,670,753.25	1,872,430.30
194162103	COLGATE PALMOLIVE CO	COMMON STOCK USD1.0 19,764.000	1,925,865.10	1,786,745.24
199908104	COMFORT SYSTEMS USA INC	COMMON STOCK USD.01 1,554.000	478,977.48	658,989.24
20717M103	CONFLUENT INC CLASS A	COMMON STOCK USD.00001 10,916.000	304,330.13	305,211.36
21037T109	CONSTELLATION ENERGY	COMMON STOCK 2,214.000	447,948.37	495,293.94
217204106	COPART INC	COMMON STOCK 35,983.000	591,537.86	2,065,064.37
21874C102	CORE + MAIN INC CLASS A	COMMON STOCK USD-.01 5,508.000	265,160.60	280,412.28
219948106	COREPAY INC	COMMON STOCK USD-.001 3,019.000	642,340.48	1,021,689.98
22160K105	COSTCO WHOLESALE CORP	COMMON STOCK USD-.005 19,608.000	6,343,093.84	17,966,222.16
22266T109	COUPANG INC	COMMON STOCK USD-.0001 51,164.000	891,461.84	1,124,584.72
225310101	CREDIT ACCEPTANCE CORP	COMMON STOCK USD-.01 210.000	108,083.16	98,586.60
227046109	CROCS INC	COMMON STOCK USD-.001 458.000	48,707.05	50,164.74

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22788C105	CROWDSTRIKE HOLDINGS INC A	COMMON STOCK 10,199.000	2,015,600.52	3,489,689.84
237194105	DARDEN RESTAURANTS INC	COMMON STOCK 2,779.000	398,061.24	518,811.51
23804L103	DATADOG INC CLASS A	COMMON STOCK USD-00001 13,215.000	1,347,444.49	1,888,291.35
23918K108	DAVITA INC	COMMON STOCK USD-001 2,243.000	229,640.24	335,440.65
243537107	DECKERS OUTDOOR CORP	COMMON STOCK USD-01 6,705.000	423,057.89	1,361,718.45
24703L202	BELL TECHNOLOGIES C	COMMON STOCK 1,911.000	258,669.03	220,223.64
25213L107	DEXCOM INC	COMMON STOCK USD-001 17,664.000	1,096,445.35	1,373,729.28
253393102	DICK S SPORTING GOODS INC	COMMON STOCK USD-01 226.000	35,183.67	51,717.84
25400Q105	TRUMP MEDIA + TECHNOLOGY GRO	COMMON STOCK USD-0001 1,543.000	50,535.87	52,616.30
256163106	DOCUSIGN INC	COMMON STOCK USD-0001 9,040.000	712,539.19	813,057.60
25754R201	DOMINO S PIZZA INC	COMMON STOCK USD-01 540.000	123,075.47	226,670.40
25809K105	DOORDASH INC A	COMMON STOCK USD-00001 13,387.000	1,657,374.21	2,245,669.25
25862Y105	DOUBLEVERIFY HOLDINGS INC	COMMON STOCK USD-001 3,515.000	117,599.52	67,523.15
26142Y105	DRAFTKINGS INC CL A	COMMON STOCK USD-0001 20,008.000	724,401.59	744,297.60
26210C104	DROPBOX INC CLASS A	COMMON STOCK USD-00001 3,244.000	80,656.97	97,449.76
26603R106	DUOLINGO	COMMON STOCK USD-0001 1,622.000	342,292.99	525,901.06
26622P107	DOXIMITY INC CLASS A	COMMON STOCK USD-001 403.000	15,895.33	21,516.17
26701L100	DUTCH BROS INC CLASS A	COMMON STOCK USD-00001 1,920.000	76,719.24	100,569.60
268150109	DYNATRACE INC	COMMON STOCK USD-001 13,021.000	510,685.92	707,691.35
26856L103	ELF BEAUTY INC	COMMON STOCK USD-01 2,391.000	491,225.54	300,190.05
26884L109	EQT CORP	COMMON STOCK 1,572.000	53,958.90	72,484.92
26969P108	EAGLE MATERIALS INC	COMMON STOCK USD-01 1,113.000	149,088.74	274,643.88

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278865100	ECOLAB INC	COMMON STOCK USD1.0 9,582.000	1,958,815.55	2,245,254.24
28176E108	EDWARDS LIFESCIENCES CORP	COMMON STOCK USD1.0 5,082.000	241,559.77	376,220.46
29084Q100	EMCOR GROUP INC	COMMON STOCK USD-.01 817.000	177,646.03	370,836.30
29355A107	ENPHASE ENERGY INC	COMMON STOCK USD-.000001 5,863.000	551,209.72	402,670.84
29362U104	ENTEGRIS INC	COMMON STOCK USD-.01 6,656.000	868,381.59	659,343.36
29414B104	EPAM SYSTEMS INC	COMMON STOCK USD-.001 149.000	25,501.19	34,839.18
294429105	EQUIFAX INC	COMMON STOCK USD1.25 1,099.000	192,917.90	280,080.15
29444U700	EQUINIX INC	REIT USD.001 228.000	111,812.78	214,978.92
29452E101	EQUITABLE HOLDINGS INC	COMMON STOCK USD-.01 14,438.000	385,336.40	681,040.46
29786A106	ETSY INC	COMMON STOCK USD-.001 3,374.000	246,107.45	178,450.86
30063P105	EXACT SCIENCES CORP	COMMON STOCK USD-.01 3,206.000	239,362.34	180,145.14
30161Q104	EXELLIXIS INC	COMMON STOCK USD-.001 10,522.000	241,564.20	350,382.60
30212P303	EXPEDIA GROUP INC	COMMON STOCK USD-.001 5,590.000	803,488.68	1,041,584.70
302130109	EXPEDITORS INTL WASH INC	COMMON STOCK USD-.01 1,033.000	101,503.81	114,425.41
30303M102	META PLATFORMS INC CLASS A	COMMON STOCK USD.000006 97,134.000	27,841,968.03	56,872,928.34
303075105	FACTSET RESEARCH SYSTEMS INC	COMMON STOCK USD-.01 599.000	136,434.98	287,687.72
303250104	FAIR ISAAC CORP	COMMON STOCK USD-.01 888.000	311,753.44	1,767,945.84
311900104	FASTENAL CO	COMMON STOCK USD-.01 21,356.000	883,115.31	1,535,709.96
31488V107	FERGUSON ENTERPRISES INC	COMMON STOCK USD-.0001 608.000	99,075.58	105,530.56
337738108	FISERV INC	COMMON STOCK USD-.01 8,060.000	942,485.24	1,655,685.20
33829W101	FIVE BELOW	COMMON STOCK USD-.01 1,913.000	234,493.53	200,788.48
338307101	FIVE9 INC	COMMON STOCK USD-.001 3,160.000	306,285.16	128,422.40

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	339750101 FLOOR + DECOR HOLDINGS INC A	COMMON STOCK USD-.001 1,704.000	101,972.90	169,888.80
	34959E109 FORTINET INC	COMMON STOCK USD-.001 22,812.000	547,957.62	2,155,277.76
	34965K107 FORTREA HOLDINGS INC	COMMON STOCK USD-.001 386.000	9,009.90	7,198.90
	358039105 FRESHPET INC	COMMON STOCK USD-.001 635.000	87,188.46	94,049.85
	36266G107 GE HEALTHCARE TECHNOLOGY	COMMON STOCK USD-.01 1,846.000	119,642.94	144,320.28
	363576109 ARTHUR J GALLAGHER + CO	COMMON STOCK USD1.0 663.000	128,020.85	188,192.55
	366651107 GARTNER INC	COMMON STOCK USD-.0005 3,332.000	925,561.45	1,614,254.04
	368736104 GENERAC HOLDINGS INC	COMMON STOCK USD-.01 1,283.000	170,553.23	198,929.15
	369604301 GENERAL ELECTRIC	COMMON STOCK USD-.01 10,351.000	1,655,210.70	1,726,443.29
	37637K108 GITLAB INC CL A	COMMON STOCK USD-.0000025 5,272.000	259,614.02	297,077.20
	380237107 GODADDY INC CLASS A	COMMON STOCK USD-.001 6,250.000	650,995.34	1,233,562.50
	38141G104 GOLDMAN SACHS GROUP INC	COMMON STOCK USD-.01 3,752.000	1,705,259.33	2,148,470.24
	384802104 RW GRAINGER INC	COMMON STOCK USD.5 1,672.000	589,836.58	1,762,371.60
	38526M106 GRAND CANYON EDUCATION INC	COMMON STOCK USD-.01 420.000	45,836.66	68,796.00
	40171V100 GUIDEWIRE SOFTWARE INC	COMMON STOCK USD.0001 1,657.000	230,929.32	279,337.06
	40412C101 HCA HEALTHCARE INC	COMMON STOCK USD-.01 2,044.000	551,645.48	613,506.60
	40434L105 HP INC	COMMON STOCK USD-.01 10,433.000	339,106.77	340,428.79
	418056107 HASBRO INC	COMMON STOCK USD.5 5,408.000	319,176.52	302,361.28
	418100103 HASHICORP INC CL A	COMMON STOCK USD-.000015 4,837.000	143,559.81	165,473.77
	422806109 HEICO CORP	COMMON STOCK USD-.01 1,949.000	294,462.18	463,355.26
	422806208 HEICO CORP CLASS A	COMMON STOCK USD-.01 3,590.000	373,748.64	668,027.20
	427866108 HERSHEY CO/THE	COMMON STOCK USD1.0 895.000	107,702.76	151,568.25

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	42809H107 HESS CORP	COMMON STOCK USD1.0 7,991,000	901,465.88	1,062,882.91
	43300A203 HILTON WORLDWIDE HOLDINGS IN	COMMON STOCK USD-.01 5,572,000	793,200.46	1,377,175.52
	437076102 HOME DEPOT INC	COMMON STOCK USD-.05 35,008,000	9,503,720.10	13,617,761.92
	438516106 HONEYWELL INTERNATIONAL INC	COMMON STOCK USD1.0 4,467,000	921,327.54	1,009,050.63
	441593100 HOULIHAN LOKEY INC	COMMON STOCK USD-.001 214,000	23,800.13	37,163.24
	443201108 HOWMET AEROSPACE INC	COMMON STOCK 1,109,000	87,460.55	121,291.33
	443573100 HUBSPOT INC	COMMON STOCK USD-.001 2,161,000	616,217.90	1,505,719.97
	448579102 HYATT HOTELS CORP CL A	COMMON STOCK USD-.01 271,000	41,170.78	42,541.58
	45168D104 IDEXX LABORATORIES INC	COMMON STOCK USD.1 3,645,000	816,827.47	1,506,988.80
	452308109 ILLINOIS TOOL WORKS	COMMON STOCK USD-.01 4,911,000	940,416.70	1,245,233.16
	45337C102 INCYTE CORP	COMMON STOCK USD-.001 367,000	31,315.54	25,348.69
	457730109 INSPIRE MEDICAL SYSTEMS INC	COMMON STOCK USD-.001 1,301,000	394,212.57	241,179.38
	45784F101 INSULET CORP	COMMON STOCK USD-.001 3,087,000	457,663.19	805,923.09
	46116X101 INTRA CELLULAR THERAPIES INC	COMMON STOCK USD.0001 4,579,000	314,862.24	382,438.08
	46120E602 INTUITIVE SURGICAL INC	COMMON STOCK USD.001 15,624,000	2,858,675.71	8,155,103.04
	461202103 INTUIT INC	COMMON STOCK USD.01 12,077,000	3,160,116.49	7,590,394.50
	462222100 IONIS PHARMACEUTICALS INC	COMMON STOCK USD-.001 6,374,000	287,658.99	222,835.04
	46266C105 IQVIA HOLDINGS INC	COMMON STOCK USD-.01 906,000	182,016.96	178,038.06
	46269C102 IRIDIUM COMMUNICATIONS INC	COMMON STOCK USD-.001 466,000	28,649.49	13,523.32
	46284V101 IRON MOUNTAIN INC	REIT USD.01 7,349,000	349,909.78	772,453.39
	466313103 JABIL INC	COMMON STOCK USD-.001 412,000	22,132.68	59,286.80
	47233W109 JEFFERIES FINANCIAL GROUP IN	COMMON STOCK USD1.0 2,173,000	108,132.17	170,363.20

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	48020Q107 JONES LANG LASALLE INC	COMMON STOCK USD.01			
		652.000	135,511.78		165,047.28
	48242M106 KER INC	COMMON STOCK USD.001			
		489.000	23,884.43		28,327.77
	482480100 KLA CORP	COMMON STOCK USD.001			
		5,957.000	1,308,150.96		3,753,624.84
	48251M104 KKR + CO INC	COMMON STOCK USD.01			
		8,577.000	576,182.51		1,268,624.07
	494368103 KIMBERLY CLARK CORP	COMMON STOCK USD1.25			
		6,111.000	825,853.01		800,785.44
	49714P108 KINSALE CAPITAL GROUP INC	COMMON STOCK USD.01			
		974.000	355,138.91		453,036.62
	50212V100 LPL FINANCIAL HOLDINGS INC	COMMON STOCK			
		3,291.000	513,537.58		1,074,544.41
	512807306 LAM RESEARCH CORP	COMMON STOCK USD.001			
		56,980.000	2,012,279.70		4,115,665.40
	512816109 LAMAR ADVERTISING CO A	REIT USD.001			
		985.000	103,446.29		119,913.90
	513272104 LAMB WESTON HOLDINGS INC	COMMON STOCK USD1.0			
		2,066.000	149,080.13		138,070.78
	517834107 LAS VEGAS SANDS CORP	COMMON STOCK USD.001			
		15,578.000	809,343.36		800,086.08
	518415104 LATTICE SEMICONDUCTOR CORP	COMMON STOCK USD.01			
		5,239.000	282,418.64		286,789.35
	518439104 ESTEE LAUDER COMPANIES CL A	COMMON STOCK USD.01			
		3,703.000	503,781.81		277,650.94
	52110M109 LAZARD INC	COMMON STOCK USD.01			
		4,558.000	176,282.39		234,645.84
	526107107 LENNOX INTERNATIONAL INC	COMMON STOCK USD.01			
		1,417.000	761,508.81		863,378.10
	530307107 LIBERTY BROADBAND A	COMMON STOCK USD.01			
		148.000	16,683.75		11,005.28
	530307305 LIBERTY BROADBAND C	COMMON STOCK USD.01			
		1,203.000	127,851.69		89,936.28
	531229755 LIBERTY MEDIA CORP FORMULA C	TRACKING STK			
		3,287.000	238,062.08		304,573.42
	531229771 LIBERTY MEDIA CORP FORMULA A	TRACKING STK			
		353.000	22,673.79		29,666.12
	532457108 ELI LILLY + CO	COMMON STOCK			
		35,490.000	10,563,266.15		27,398,280.00
	533900106 LINCOLN ELECTRIC HOLDINGS	COMMON STOCK			
		691.000	80,905.40		129,541.77
	538034109 LIVE NATION ENTERTAINMENT IN	COMMON STOCK USD.01			
		6,980.000	605,276.88		903,910.00

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	53947R105 LOAR HOLDINGS INC	COMMON STOCK NEV 1,212.000	80,467.85	89,578.92
	539830109 LOCKHEED MARTIN CORP	COMMON STOCK USD1.0 3,022.000	969,219.19	1,468,510.68
	546347105 LOUISIANA PACIFIC CORP	COMMON STOCK USD1.0 2,000.000	166,549.00	207,100.00
	550021109 LULULEMON ATHLETICA INC	COMMON STOCK USD.005 5,336.000	966,627.66	2,040,539.76
	55087P104 LYFT INC A	COMMON STOCK USD.00001 10,924.000	457,095.63	140,919.60
	55306N104 MKS INSTRUMENTS INC	COMMON STOCK 168.000	21,937.73	17,537.52
	55354G100 MSCI INC	COMMON STOCK USD.01 1,967.000	865,501.77	1,180,219.67
	55825T103 MADISON SQUARE GARDEN SPORTS	COMMON STOCK USD.01 63.000	11,852.30	14,217.84
	562750109 MANHATTAN ASSOCIATES INC	COMMON STOCK USD.01 2,708.000	362,311.15	731,809.92
	570535104 MARKEL GROUP INC	COMMON STOCK 135.000	212,696.87	233,041.05
	571748102 MARSH + MCLENNAN COS	COMMON STOCK USD1.0 2,987.000	469,570.21	634,468.67
	573284106 MARTIN MARIETTA MATERIALS	COMMON STOCK USD.01 147.000	79,644.85	75,925.50
	573874104 MARVELL TECHNOLOGY INC	COMMON STOCK USD.002 3,051.000	213,423.16	336,982.95
	574795100 MASTMO CORP	COMMON STOCK USD.001 985.000	129,809.69	162,820.50
	57636Q104 MASTERCARD INC A	COMMON STOCK USD.0001 36,150.000	8,111,593.75	19,035,505.50
	576485205 MATADOR RESOURCES CO	COMMON STOCK USD.01 382.000	22,767.85	21,491.32
	580135101 McDONALD S CORP	COMMON STOCK USD.01 2,040.000	466,796.94	591,375.60
	58155Q103 MCKESSON CORP	COMMON STOCK USD.01 2,473.000	901,030.09	1,409,387.43
	58506Q109 MEIDSPACE HOLDINGS INC	COMMON STOCK USD.01 1,123.000	285,433.10	373,094.29
	58933X105 MERCK + CO. INC.	COMMON STOCK USD.5 112,146.000	13,291,807.57	11,156,284.08
	594918104 MICROSOFT CORP	COMMON STOCK USD.00000625 329,690.000	55,350,238.29	138,964,335.00
	594972408 MICROSTRATEGY INC CL A	COMMON STOCK USD.001 430.000	59,231.71	124,536.60

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60855R100	MOLINA HEALTHCARE INC	COMMON STOCK USD-.001 1,620.000	416,313.15	471,501.00
60937P106	MONGOOD INC	COMMON STOCK USD-.001 3,121.000	751,672.70	726,600.01
609839105	MONOLITHIC POWER SYSTEMS INC	COMMON STOCK USD-.001 2,077.000	602,928.93	1,228,960.90
61174X109	MONSTER BEVERAGE CORP	COMMON STOCK USD-.005 25,296.000	796,298.17	1,329,557.76
615369105	MOODY S CORP	COMMON STOCK USD-.01 6,988.000	1,455,869.34	3,307,909.56
617446448	MORGAN STANLEY	COMMON STOCK USD-.01 3,029.000	295,026.48	380,805.88
617700109	MORNINGSTAR INC	COMMON STOCK 1,180.000	186,529.96	397,376.80
620076307	MOTOROLA SOLUTIONS INC	COMMON STOCK USD-.01 3,469.000	1,002,952.71	1,603,475.87
626755102	MURPHY USA INC	COMMON STOCK USD-.01 820.000	255,611.18	411,435.00
629377508	NRG ENERGY INC	COMMON STOCK USD-.01 3,812.000	297,598.98	343,918.64
632307104	NATERA INC	COMMON STOCK 5,003.000	463,279.36	791,974.90
63947X101	NCINO INC	COMMON STOCK USD-.0005 2,185.000	73,858.39	73,372.30
64110D104	NETAPP INC	COMMON STOCK USD-.001 4,081.000	296,642.39	473,722.48
64110L106	NETFLIX INC	COMMON STOCK USD-.001 18,924.000	7,327,276.96	16,867,339.68
64125C109	NEUROCRINE BIOSCIENCES INC	COMMON STOCK USD-.001 4,408.000	330,992.34	601,692.00
644393100	NEW FORTRESS ENERGY INC	COMMON STOCK USD-.01 1,459.000	43,953.28	22,060.08
65336K103	NEXSTAR MEDIA GROUP INC	COMMON STOCK USD-.01 542.000	86,112.55	85,619.74
654J06103	NIKE INC CL B	COMMON STOCK 32,866.000	2,488,503.03	2,486,970.22
67059N108	NUTANIX INC A	COMMON STOCK USD-.00025 3,068.000	128,135.64	187,700.24
67066G104	NVIDIA CORP	COMMON STOCK USD-.001 1,037,433.000	21,506,670.95	139,316,877.57
67103H107	O REILLY AUTOMOTIVE INC	COMMON STOCK USD-.01 2,358.000	1,713,847.06	2,796,116.40
679295105	OKTA INC	COMMON STOCK 3,174.000	294,806.61	250,111.20

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	679880100 OLD DOMINION FREIGHT LINE	COMMON STOCK USD.1 8,684.000	864,239.90	1,531,857.60
	663344105 ONTO INNOVATION INC	COMMON STOCK 565.000	123,640.02	94,168.55
	66389105 ORACLE CORP	COMMON STOCK USD.01 69,467.000		
	69370C100 PTC INC	COMMON STOCK USD.01 3,177.000	8,035,730.72	11,575,980.88
	69608A108 PALANTIR TECHNOLOGIES INC A	COMMON STOCK USD.001 88,987.000	306,190.50	584,154.99
	697435105 PALO ALTO NETWORKS INC	COMMON STOCK USD.0001 28,678.000	2,087,534.21	6,730,086.81
	70432V102 PAYCOM SOFTWARE INC	COMMON STOCK USD.01 1,418.000	1,835,374.27	5,218,248.88
	704326107 PAYCHEX INC	COMMON STOCK USD.01 5,104.000	230,927.55	280,647.46
	70435F102 PAYCOR HCM INC	COMMON STOCK USD.001 305.000	383,734.91	715,682.88
	70438V106 PAYLOCITY HOLDING CORP	COMMON STOCK USD.001 1,950.000	6,846.74	5,663.85
	705573103 PEGASYSYSTEMS INC	COMMON STOCK USD.01 1,949.000	246,169.60	388,966.50
	70975L107 PENUMBERA INC	COMMON STOCK USD.001 1,640.000	119,096.66	181,646.80
	713448108 PEPSICO INC	COMMON STOCK USD.017 48,035.000	268,952.75	389,467.20
	71377A103 PERFORMANCE FOOD GROUP CO	COMMON STOCK USD.01 934.000	6,177,333.13	7,304,202.10
	71424F105 PERMIAN RESOURCES CORP	COMMON STOCK USD.0001 6,202.000	48,442.63	78,969.70
	72147K108 PILGRIM S PRIDE CORP	COMMON STOCK USD.01 165.000	99,212.03	89,184.76
	72352L106 PINTEREST INC CLASS A	COMMON STOCK USD.00001 26,581.000	6,351.13	7,489.35
	72703H101 PLANET FITNESS INC CL A	COMMON STOCK 2,102.000	799,366.56	770,849.00
	73278L105 POOL CORP	COMMON STOCK USD.001 1,648.000	153,083.66	207,824.74
	733174700 POPULAR INC	COMMON STOCK USD.01 314.000	301,309.98	561,869.12
	742718109 PROCTER + GAMBLE CO/THE	COMMON STOCK 23,272.000	27,767.55	29,534.84
	74275K108 PROCORE TECHNOLOGIES INC	COMMON STOCK USD.0001 4,684.000	3,490,103.21	3,901,550.80
			314,702.18	350,972.12

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
	743315103 PROGRESSIVE CORP	COMMON STOCK USD1.0 21,794.000	3,000,307.18	5,222,060.34
	74460D109 PUBLIC STORAGE	REIT USD.1 1,070.000	249,374.67	320,400.80
	74624M102 PURE STORAGE INC CLASS A	COMMON STOCK USD-.0001 11,811.000	366,880.04	725,549.73
	747525103 QUALCOMM INC	COMMON STOCK USD-.0001 46,326.000	5,062,602.78	7,116,600.12
	74762E102 QUANTA SERVICES INC	COMMON STOCK USD-.00001 1,965.000	312,840.82	621,038.25
	749607107 RLI CORP	COMMON STOCK USD1.0 112.000	14,748.99	18,460.96
	74967X103 RH	COMMON STOCK USD-.0001 130.000	69,069.11	51,166.70
	749685103 RPM INTERNATIONAL INC	COMMON STOCK USD.01 1,278.000	110,232.78	157,270.68
	75886F107 REGENERON PHARMACEUTICALS	COMMON STOCK USD-.001 391.000	281,749.76	278,521.03
	759916109 REPLIGEN CORP	COMMON STOCK USD.01 340.000	44,001.51	48,939.60
	761152107 RESMED INC	COMMON STOCK USD.004 1,755.000	209,183.19	401,350.95
	76680R206 RINGCENTRAL INC CLASS A	COMMON STOCK USD-.0001 3,555.000	365,259.69	124,460.55
	771049103 ROBLOX CORP CLASS A	COMMON STOCK USD.0001 22,618.000	833,781.98	1,308,677.48
	773903109 ROCKWELL AUTOMATION INC	COMMON STOCK USD1.0 473.000	103,913.43	135,178.67
	77543R102 ROKU INC	COMMON STOCK USD.0001 843.000	87,751.77	62,668.62
	775711104 ROLLINS INC	COMMON STOCK USD1.0 12,334.000	326,540.30	571,680.90
	778296103 ROSS STORES INC	COMMON STOCK USD.01 3,360.000	309,272.26	508,267.20
	78351F107 RYAN SPECIALTY HOLDINGS INC	COMMON STOCK USD-.001 4,552.000	188,692.02	292,056.32
	78709X105 SAIA INC	COMMON STOCK USD-.001 688.000	306,538.93	313,542.24
	79466L302 SALESFORCE INC	COMMON STOCK USD-.001 34,739.000	7,269,693.41	11,614,289.87
	803607100 SAREPTA THERAPEUTICS INC	COMMON STOCK USD-.0001 4,003.000	530,108.85	486,724.77
	808513105 SCHWAB (CHARLES) CORP	COMMON STOCK USD.01 6,638.000	486,844.57	491,278.38

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
	80874P109 LIGHT + WONDER INC	COMMON STOCK USD-.001		
		4,015.000	418,904.96	346,815.70
	81211K100 SEALED AIR CORP	COMMON STOCK USD.1		
		336.000	19,489.92	11,366.88
	81730H109 SENTINELONE INC CLASS A	COMMON STOCK USD-.0001		
		1,968.000	49,518.24	43,689.60
	81762P102 SERVICENOW INC	COMMON STOCK USD-.001		
		9,081.000	3,668,236.53	9,626,949.72
	824348106 SHERWIN WILLIAMS CO/THE	COMMON STOCK USD1.0		
		9,448.000	1,554,187.95	3,211,658.64
	82452J109 SHIFTA PAYMENTS INC CLASS A	COMMON STOCK		
		2,726.000	216,687.27	282,904.28
	828806109 SIMON PROPERTY GROUP INC	REIT USD.0001		
		3,662.000	537,320.10	630,633.02
	829073105 SIMPSON MANUFACTURING CO INC	COMMON STOCK USD.01		
		170.000	28,650.39	28,191.10
	82982L103 SITEONE LANDSCAPE SUPPLY INC	COMMON STOCK USD.01		
		719.000	110,322.98	94,742.63
	830566105 SKECHERS USA INC CL A	COMMON STOCK USD.001		
		510.000	25,386.80	34,292.40
	83200N103 SMARTSHEET INC CLASS A	COMMON STOCK		
		5,849.000	283,420.61	327,719.47
	833445109 SNOWFLAKE INC CLASS A	COMMON STOCK USD1.0		
		13,978.000	2,945,657.43	2,158,342.98
	83406F102 SOFI TECHNOLOGIES INC	COMMON STOCK USD.0001		
		6,965.000	46,050.49	107,261.00
	84265V105 SOUTHERN COPPER CORP	COMMON STOCK USD.01		
		3,880.000	266,648.82	353,584.40
	848574109 SPIRIT AEROSYSTEMS HOLD CL A	COMMON STOCK USD.01		
		544.000	17,903.07	18,539.52
	852234103 BLOCK INC	COMMON STOCK USD.0000001		
		10,413.000	662,653.04	885,000.87
	855244109 STARBUCKS CORP	COMMON STOCK USD.001		
		38,876.000	3,506,507.73	3,547,435.00
	863667101 STRYKER CORP	COMMON STOCK USD.1		
		4,753.000	1,030,796.87	1,711,317.65
	86800U302 SUPER MICRO COMPUTER INC	COMMON STOCK USD-.001		
		21,830.000	1,751,020.52	665,378.40
	871607107 SYNOPSYS INC	COMMON STOCK USD.01		
		6,729.000	1,851,522.94	3,265,987.44
	871829107 SYSICO CORP	COMMON STOCK USD1.0		
		13,676.000	870,859.85	1,045,666.96
	872540109 TJX COMPANIES INC	COMMON STOCK USD1.0		
		29,617.000	1,508,560.09	3,578,029.77

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
	87256C101 TKO GROUP HOLDINGS INC	COMMON STOCK USD.00001 462.000	27,840.05	65,654.82
	872657101 TPG INC	COMMON STOCK 927.000	29,028.86	58,252.68
	87612G101 TARGA RESOURCES CORP	COMMON STOCK USD.001 9,714.000	653,846.04	1,733,949.00
	88023U101 SOMMIGROUP INTERNATIONAL INC	COMMON STOCK USD.01 7,365.000	338,480.19	417,521.85
	88025U109 10X GENOMICS INC CLASS A	COMMON STOCK USD.00001 3,053.000	304,474.20	43,841.08
	88076W103 TERADATA CORP	COMMON STOCK USD.01 4,217.000	184,551.87	131,359.55
	880770102 TERADYNE INC	COMMON STOCK USD.125 6,290.000	466,094.34	792,036.80
	88160R101 TESLA INC	COMMON STOCK USD.001 123,208.000	14,933,365.46	49,756,318.72
	88162G103 TETRA TECH INC	COMMON STOCK USD.01 2,470.000	77,337.72	98,404.80
	882508104 TEXAS INSTRUMENTS INC	COMMON STOCK USD1.0 4,871.000	554,101.89	913,361.21
	88262P102 TEXAS PACIFIC LAND CORP	COMMON STOCK USD.01 831.000	458,532.16	919,052.76
	882681109 TEXAS ROADHOUSE INC	COMMON STOCK USD.001 2,947.000	338,590.23	531,727.21
	88339J105 TRADE DESK INC/THE CLASS A	COMMON STOCK USD.000001 19,539.000	823,429.55	2,296,418.67
	88579Y101 3M CO	COMMON STOCK USD.01 4,545.000	470,587.58	586,714.05
	888787108 TOAST INC CLASS A	COMMON STOCK USD.000001 19,537.000	383,029.56	712,123.65
	89055F103 TOPBUILD CORP	COMMON STOCK 113.000	28,036.94	35,181.42
	892356106 TRACTOR SUPPLY COMPANY	COMMON STOCK USD.008 23,845.000	646,412.48	1,265,215.70
	892672106 TRADEWEB MARKETS INC CLASS A	COMMON STOCK USD.01 2,040.000	164,869.21	267,076.80
	893641100 TRANSDIGM GROUP INC	COMMON STOCK USD.01 487.000	313,637.97	617,165.36
	89400J107 TRANSCUNION	COMMON STOCK USD.01 473.000	35,078.48	43,851.83
	89531P105 TREX COMPANY INC	COMMON STOCK USD.01 4,760.000	303,206.71	328,562.80
	896945201 TRIPADVISOR INC	COMMON STOCK USD.001 244.000	4,346.05	3,603.88

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
	90138F102 TWILIO INC A	COMMON STOCK USD-.001 1,475.000	130,302.27	159,418.00
	902252105 TYLER TECHNOLOGIES INC	COMMON STOCK USD-.01 1,593.000	460,793.93	918,587.52
	90353T100 UBER TECHNOLOGIES INC	COMMON STOCK USD-.00001 90,100.000	3,584,436.15	5,434,832.00
	90353W103 UBIQUITI INC	COMMON STOCK USD-.001 83.000	17,891.80	27,550.19
	90364P105 UIPATH INC CLASS A	COMMON STOCK USD-.00001 16,770.000	257,432.16	213,146.70
	90384S303 ULTA BEAUTY INC	COMMON STOCK 1,832.000	422,421.51	796,791.76
	90400D108 ULTRAGENYX PHARMACEUTICAL IN	COMMON STOCK USD-.001 3,910.000	269,251.32	164,493.70
	907818108 UNION PACIFIC CORP	COMMON STOCK USD2.5 12,924.000	2,406,461.68	2,947,188.96
	911363109 UNITED RENTALS INC	COMMON STOCK USD-.01 711.000	272,090.97	500,856.84
	91324P102 UNITEDHEALTH GROUP INC	COMMON STOCK USD-.01 2,766.000	1,380,331.97	1,389,208.76
	91332U101 UNITY SOFTWARE INC	COMMON STOCK USD-.000005 5,919.000	451,387.83	132,999.93
	91347P105 UNIVERSAL DISPLAY CORP	COMMON STOCK USD-.01 1,046.000	141,692.79	152,925.20
	91823B109 UWM HOLDINGS CORP	COMMON STOCK USD.0001 2,883.000	19,815.25	16,923.21
	91879Q109 VAIL RESORTS INC	COMMON STOCK USD.01 1,419.000	273,361.12	265,991.55
	92047W101 VALVOLINE INC	COMMON STOCK USD.01 5,647.000	225,361.35	204,308.46
	922475108 VEEVA SYSTEMS INC CLASS A	COMMON STOCK USD-.00001 6,521.000	791,647.32	1,371,040.25
	92338C103 VERALTO CORP	COMMON STOCK USD-.01 4,913.000	472,076.36	500,389.05
	92343E102 VERISIGN INC	COMMON STOCK USD-.001 244.000	42,363.97	50,498.24
	92345Y106 VERISK ANALYTICS INC	COMMON STOCK USD-.001 6,297.000	957,206.37	1,734,382.71
	92532F100 VERTEX PHARMACEUTICALS INC	COMMON STOCK USD-.01 5,718.000	1,440,692.53	2,302,638.60
	92537N108 VERTIV HOLDINGS CO A	COMMON STOCK USD-.0001 15,826.000	1,299,814.90	1,797,991.86
	92686J106 VIKING THERAPEUTICS INC	COMMON STOCK USD-.00001 4,579.000	244,313.32	184,258.96

(A)	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
	927959106 VIPER ENERGY INC	COMMON STOCK 1,316.000	51,153.18	64,576.12
	92826C839 VISA INC CLASS A SHARES	COMMON STOCK USD-.0001 69,683.000	10,050,290.29	22,022,615.32
	92840M102 VISTRA CORP	COMMON STOCK USD-.01 15,230.000	1,066,759.67	2,099,760.10
	929160109 VULCAN MATERIALS CO	COMMON STOCK USD1.0 1,510.000	259,395.89	388,417.30
	94106L109 WASTE MANAGEMENT INC	COMMON STOCK USD-.01 17,732.000	2,743,992.26	3,578,140.28
	941848103 WATERS CORP	COMMON STOCK USD-.01 1,590.000	505,019.44	589,858.20
	95058W100 WENDY S CO/THE	COMMON STOCK USD.1 3,630.000	53,229.85	59,169.00
	955306105 WEST PHARMACEUTICAL SERVICES	COMMON STOCK USD.25 1,948.000	369,563.34	638,086.88
	959802109 WESTERN UNION CO	COMMON STOCK USD-.01 2,669.000	43,186.07	28,291.40
	96208T104 WEX INC	COMMON STOCK USD-.01 166.000	30,514.01	29,103.12
	969904101 WILLIAMS SONOMA INC	COMMON STOCK USD-.01 3,331.000	421,943.06	616,834.58
	971378104 WILLSCOT HOLDINGS CORP	COMMON STOCK USD.0001 2,322.000	82,408.94	77,670.90
	974155103 WINGSTOP INC	COMMON STOCK USD-.01 1,297.000	272,106.35	368,607.40
	98138H101 WORKDAY INC CLASS A	COMMON STOCK USD.001 9,358.000	1,609,400.24	2,414,644.74
	98311A105 WYNDHAM HOTELS + RESORTS INC	COMMON STOCK USD-.01 260.000	18,736.19	26,205.40
	983134107 WYNN RESORTS LTD	COMMON STOCK USD-.01 344.000	38,796.99	29,639.04
	983793100 XPO INC	COMMON STOCK USD-.001 5,053.000	538,134.81	662,700.95
	98585X104 YETI HOLDINGS INC	COMMON STOCK USD-.01 1,085.000	90,209.44	41,783.35
	988498101 YUM BRANDS INC	COMMON STOCK 4,783.000	627,579.77	641,687.28
	989207105 ZEBRA TECHNOLOGIES CORP CL A	COMMON STOCK USD-.01 487.000	96,592.14	188,089.14
	98978V103 ZOETIS INC	COMMON STOCK USD-.01 16,686.000	1,899,604.97	2,718,649.98
	98980G102 ZSCALER INC	COMMON STOCK USD-.001 4,047.000	471,795.42	730,119.27
		6,501,984.000	560,392,197.32	1,302,750,799.82

RHUMBLINE ADVISERS  
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS  
(HELD AT END OF YEAR)

(A) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
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REGISTERED INVESTMENT COMPANY

464287614	ISHARES RUSSELL 1000 GROWTH ET ISHARES RUSSELL 1000 GROWTH 10,312,000	3,829,037.06	4,141,092.96
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RHUMBLINE ADVISERS  
SCHEDULE H, LINE 41 - SCHEDULE OF ASSETS  
(HELD AT END OF YEAR)

ASSET CATEGORY	UNITS	COST	CURRENT VALUE
INTEREST BEARING CASH	926,707.790	926,707.79	926,707.79
CERTIFICATES OF DEPOSIT	0.000	0.00	0.00
U. S. GOVERNMENT SECURITIES	0.000	0.00	0.00
CORP. DEBT INSTR. - PREFERRED	0.000	0.00	0.00
CORP. DEBT INSTR. - ALL OTHER	0.000	0.00	0.00
CORPORATE STOCKS - PREFERRED	0.000	0.00	0.00
CORPORATE STOCKS - COMMON	6,501,984.000	580,392,197.32	1,302,750,799.82
PARTN./JOINT VENTURE INTERESTS	0.000	0.00	0.00
REAL ESTATE-INCOME PRODUCING	0.000	0.00	0.00
REAL ESTATE-NON INC. PRODUCING	0.000	0.00	0.00
LOANS SECURED BY MTGES-RESID.	0.000	0.00	0.00
LOANS SECURED BY MTGES-COM'L	0.000	0.00	0.00
LOANS TO PARTIC. - MORTGAGES	0.000	0.00	0.00
LOANS TO PARTICIPANTS - OTHER	0.000	0.00	0.00
OTHER	0.000	0.00	0.00
COMMON/COLLECTIVE TRUSTS	0.000	0.00	0.00
POOLED SEPARATE ACCOUNTS	0.000	0.00	0.00
103-12 INVESTMENTS	0.000	0.00	0.00
REGISTERED INVESTMENT COMPANY	10,312.000	3,829,037.06	4,141,092.96
INSURANCE CO. GENERAL ACCOUNT	0.000	0.00	0.00
** ASSET CATEGORY NOT FOUND **	0.000	0.00	0.00
GRAND TOTALS	7,439,003.790	585,147,942.17	1,307,818,600.57

RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH							
928HVNII0	STIP 25 BPS						
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00
INTEREST BEARING CASH TOTALS							
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00

INTEREST BEARING CASH

928HVNII0	STIP 25 BPS						
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00

INTEREST BEARING CASH TOTALS

195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00
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RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET #TOTAL	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
-----									
CORPORATE STOCKS - COMMON									
-----									
CORPORATE STOCKS - COMMON TOTALS									
-----									
0		0.00	0	0.00	0.00	0		0.00	0.00

CORPORATE STOCKS - COMMON

CORPORATE STOCKS - COMMON TOTALS

0 0.00 0 0.00 0.00 0.00 0 0.00 0.00 0.00

RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET #TOTAL	RATE	(H) CURR VALUE	(I) GAIN/LOSS
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REGISTERED INVESTMENT COMPANY

464287614	ISHARES RUSSELL 1000 GROWTH ET							
11	33,592,828.79	21	35,327,162.71	1,684.79	33,954,376.82	32	68,919,991.50	1,372,785.89

REGISTERED INVESTMENT COMPANY TOTALS

11	33,592,828.79	21	35,327,162.71	1,684.79	33,954,376.82	32	68,919,991.50	1,372,785.89
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SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SALE PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	(H) CURR VALUE	(I) GAIN/LOSS
#	#	#	#	#	#	%	\$	\$
INTEREST BEARING CASH								
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	230	101,189,329.85	0.00
CERTIFICATES OF DEPOSIT								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
U.S. GOVERNMENT SECURITIES								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORP. DEBT INSTR. - PREFERRED								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORP. DEBT INSTR. - ALL OTHER								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORPORATE STOCKS - PREFERRED								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORPORATE STOCKS - COMMON								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
PARTN./JOINT VENTURE INTERESTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
REAL ESTATE-INCOME PRODUCING								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
REAL ESTATE-NON INC. PRODUCING								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS SECURED BY MTGES-RESID.								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS SECURED BY MTGES-COM'L								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS TO PARTIC. - MORTGAGES								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS TO PARTICIPANTS - OTHER								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
OTHER								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
COMMON/COLLECTIVE TRUSTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
POOLED SEPARATE ACCOUNTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
103-12 INVESTMENTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
REGISTERED INVESTMENT COMPANY								
11	33,592,828.79	21	35,327,162.71	1,684.79	33,954,376.82	32	68,919,991.50	1,372,785.89
INSURANCE CO. GENERAL ACCOUNT								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
** ASSET CATEGORY NOT FOUND **								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
REPORTABLE TRANSACTION TOTALS								
206	84,437,057.99	56	85,672,263.36	1,684.79	84,299,477.47	262	170,109,321.35	1,372,785.89
NON-REPORTABLE TRANSACTION TOTALS								
1617	215,975,405.96	1850	234,157,929.45	10,803.41	154,642,486.30	3467	450,133,335.41	79,515,443.15

RUN DATE: 02/26/25

RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH							
928HVNII0	STIP 25 BPS						
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00
INTEREST BEARING CASH TOTALS							
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH							
928HVNII0	STIP 25 BPS						
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00
INTEREST BEARING CASH TOTALS							
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH							
928HVNII0	STIP 25 BPS						
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00
INTEREST BEARING CASH TOTALS							
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH							
928HVNII0	STIP 25 BPS						
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00
INTEREST BEARING CASH TOTALS							
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	101,189,329.85	0.00

RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET #TOTAL	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
-----									
CORPORATE STOCKS - COMMON									
-----									
CORPORATE STOCKS - COMMON TOTALS									
-----									
0		0.00	0	0.00	0.00	0		0.00	0.00

CORPORATE STOCKS - COMMON

CORPORATE STOCKS - COMMON TOTALS

0 0.00 0 0.00 0.00 0.00 0 0.00 0.00 0.00

RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET #TOTAL	RATE	(H) CURR VALUE	(I) GAIN/LOSS
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REGISTERED INVESTMENT COMPANY

464287614	ISHARES RUSSELL 1000 GROWTH ET							
11	33,592,828.79	21	35,327,162.71	1,684.79	33,954,376.82	32	68,919,991.50	1,372,785.89

REGISTERED INVESTMENT COMPANY TOTALS

11	33,592,828.79	21	35,327,162.71	1,684.79	33,954,376.82	32	68,919,991.50	1,372,785.89
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SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH								
195	50,844,229.20	35	50,345,100.65	0.00	50,345,100.65	230	101,189,329.85	0.00
CERTIFICATES OF DEPOSIT								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
U.S. GOVERNMENT SECURITIES								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORP. DEBT INSTR. - PREFERRED								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORP. DEBT INSTR. - ALL OTHER								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORPORATE STOCKS - PREFERRED								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
CORPORATE STOCKS - COMMON								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
PARTN./JOINT VENTURE INTERESTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
REAL ESTATE-INCOME PRODUCING								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
REAL ESTATE-NON INC. PRODUCING								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS SECURED BY MTGES-RESID.								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS SECURED BY MTGES-COM'L								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS TO PARTIC. - MORTGAGES								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
LOANS TO PARTICIPANTS - OTHER								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
OTHER								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
COMMON/COLLECTIVE TRUSTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
POOLED SEPARATE ACCOUNTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
103-12 INVESTMENTS								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
REGISTERED INVESTMENT COMPANY								
11	33,592,828.79	21	35,327,162.71	1,684.79	33,954,376.82	32	68,919,991.50	1,372,785.89
INSURANCE CO. GENERAL ACCOUNT								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00
** ASSET CATEGORY NOT FOUND **								
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00

REPORTABLE TRANSACTION TOTALS

206 84,437,057.99 56 85,672,263.36 1,684.79 84,299,477.47 262 170,109,321.35 1,372,785.89

NON-REPORTABLE TRANSACTION TOTALS

1617 215,975,405.96 1850 234,157,929.45 10,803.41 154,642,486.30 3467 450,133,335.41 79,515,443.15

RUN DATE: 02/26/25



RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
-----									
INTEREST BEARING CASH									
-----									
INTEREST BEARING CASH TOTALS									
-----									
		0.00						0.00	0.00
-----									

RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
-----									

CORPORATE STOCKS - COMMON

CORPORATE STOCKS - COMMON TOTALS

0.00	0.00	0.00	0.00	0.00	0.00			0.00	0.00
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RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
REGISTERED INVESTMENT COMPANY									
REGISTERED INVESTMENT COMPANY TOTALS									
		0.00		0.00	0.00			0.00	0.00

REGISTERED INVESTMENT COMPANY

REGISTERED INVESTMENT COMPANY TOTALS

0.00 0.00 0.00 0.00 0.00 0.00

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH		0.00	0.00	0.00	0.00		0.00	0.00
CERTIFICATES OF DEPOSIT		0.00	0.00	0.00	0.00		0.00	0.00
U.S. GOVERNMENT SECURITIES		0.00	0.00	0.00	0.00		0.00	0.00
CORP. DEBT INSTR. - PREFERRED		0.00	0.00	0.00	0.00		0.00	0.00
CORP. DEBT INSTR. - ALL OTHER		0.00	0.00	0.00	0.00		0.00	0.00
CORPORATE STOCKS - PREFERRED		0.00	0.00	0.00	0.00		0.00	0.00
CORPORATE STOCKS - COMMON		0.00	0.00	0.00	0.00		0.00	0.00
PARTN./JOINT VENTURE INTERESTS		0.00	0.00	0.00	0.00		0.00	0.00
REAL ESTATE-INCOME PRODUCING		0.00	0.00	0.00	0.00		0.00	0.00
REAL ESTATE-NON INC. PRODUCING		0.00	0.00	0.00	0.00		0.00	0.00
LOANS SECURED BY MTGES-RESID.		0.00	0.00	0.00	0.00		0.00	0.00
LOANS SECURED BY MTGES-COM'L		0.00	0.00	0.00	0.00		0.00	0.00
LOANS TO PARTIC. - MORTGAGES		0.00	0.00	0.00	0.00		0.00	0.00
LOANS TO PARTICIPANTS - OTHER		0.00	0.00	0.00	0.00		0.00	0.00
OTHER		0.00	0.00	0.00	0.00		0.00	0.00
COMMON/COLLECTIVE TRUSTS		0.00	0.00	0.00	0.00		0.00	0.00
POOLED SEPARATE ACCOUNTS		0.00	0.00	0.00	0.00		0.00	0.00
103-12 INVESTMENTS		0.00	0.00	0.00	0.00		0.00	0.00
REGISTERED INVESTMENT COMPANY		0.00	0.00	0.00	0.00		0.00	0.00
INSURANCE CO. GENERAL ACCOUNT		0.00	0.00	0.00	0.00		0.00	0.00
** ASSET CATEGORY NOT FOUND **		0.00	0.00	0.00	0.00		0.00	0.00
REPORTABLE TRANSACTION TOTALS		0.00	0.00	0.00	0.00		0.00	0.00



RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
-----									

INTEREST BEARING CASH									
-----									

INTEREST BEARING CASH TOTALS									
-----									

0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00
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RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
-----									

CORPORATE STOCKS - COMMON

CORPORATE STOCKS - COMMON TOTALS

0.00	0.00	0.00	0.00	0.00	0.00			0.00	0.00
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RHUMBLINE ADVISERS

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16

5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	MAT DATE	(H) CURR VALUE	(I) GAIN/LOSS
REGISTERED INVESTMENT COMPANY									
REGISTERED INVESTMENT COMPANY TOTALS									
		0.00		0.00	0.00			0.00	0.00

REGISTERED INVESTMENT COMPANY

REGISTERED INVESTMENT COMPANY TOTALS

0.00 0.00 0.00 0.00 0.00 0.00

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,005,652,855.16  
 5% OF ASSET VALUE: 50,282,642.76

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	RATE	(H) CURR VALUE	(I) GAIN/LOSS
INTEREST BEARING CASH		0.00	0.00	0.00	0.00		0.00	0.00
CERTIFICATES OF DEPOSIT		0.00	0.00	0.00	0.00		0.00	0.00
U.S. GOVERNMENT SECURITIES		0.00	0.00	0.00	0.00		0.00	0.00
CORP. DEBT INSTR. - PREFERRED		0.00	0.00	0.00	0.00		0.00	0.00
CORP. DEBT INSTR. - ALL OTHER		0.00	0.00	0.00	0.00		0.00	0.00
CORPORATE STOCKS - PREFERRED		0.00	0.00	0.00	0.00		0.00	0.00
CORPORATE STOCKS - COMMON		0.00	0.00	0.00	0.00		0.00	0.00
PARTN./JOINT VENTURE INTERESTS		0.00	0.00	0.00	0.00		0.00	0.00
REAL ESTATE-INCOME PRODUCING		0.00	0.00	0.00	0.00		0.00	0.00
REAL ESTATE-NON INC. PRODUCING		0.00	0.00	0.00	0.00		0.00	0.00
LOANS SECURED BY MTGES-RESID.		0.00	0.00	0.00	0.00		0.00	0.00
LOANS SECURED BY MTGES-COM'L		0.00	0.00	0.00	0.00		0.00	0.00
LOANS TO PARTIC. - MORTGAGES		0.00	0.00	0.00	0.00		0.00	0.00
LOANS TO PARTICIPANTS - OTHER		0.00	0.00	0.00	0.00		0.00	0.00
OTHER		0.00	0.00	0.00	0.00		0.00	0.00
COMMON/COLLECTIVE TRUSTS		0.00	0.00	0.00	0.00		0.00	0.00
POOLED SEPARATE ACCOUNTS		0.00	0.00	0.00	0.00		0.00	0.00
103-12 INVESTMENTS		0.00	0.00	0.00	0.00		0.00	0.00
REGISTERED INVESTMENT COMPANY		0.00	0.00	0.00	0.00		0.00	0.00
INSURANCE CO. GENERAL ACCOUNT		0.00	0.00	0.00	0.00		0.00	0.00
** ASSET CATEGORY NOT FOUND **		0.00	0.00	0.00	0.00		0.00	0.00
REPORTABLE TRANSACTION TOTALS		0.00	0.00	0.00	0.00		0.00	0.00