

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2024 This Form is Open to Public Inspection
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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 (Filers checking this box must provide participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B	This return/report is: ☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☒
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information		
1a	Name of plan PHILLIPS 66 RETIREMENT PLAN	1b	Three-digit plan number (PN) ▶ 001
		1c	Effective date of plan 05/01/2012
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) PHILLIPS 66 COMPANY TOTAL REWARDS DEPARTMENT P.O. BOX 421959 HOUSTON, TX 77242-1959	2b	Employer Identification Number (EIN) 37-1652702
		2c	Plan Sponsor's telephone number 832-765-1877
		2d	Business code (see instructions) 324110

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

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

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

3a Plan administrator's name and address ☐ Same as Plan Sponsor DEREK A. BUTTS TOTAL REWARDS DEPARTMENT P.O. BOX 421959 HOUSTON, TX 77242-1959	3b Administrator's EIN 39-4019469
	3c Administrator's telephone number 832-765-1877
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN
	4d PN
5 Total number of participants at the beginning of the plan year	5 15950
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6a(1) 11709
	6a(2) 11317
	6b 1480
	6c 3030
	6d 15827
	6e 125
	6f 15952
	6g(1)
	6g(2)
6h 131	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1C 1D 3F 3H	

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

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

11c Enter the Receipt Confirmation Code for the 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 _____

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2024 This Form is Open to Public Inspection
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024	
▶ Round off amounts to nearest dollar.	
▶ Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan PHILLIPS 66 RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF PHILLIPS 66 COMPANY	D Employer Identification Number (EIN) 37-1652702
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information			
1	Enter the valuation date: Month 01 Day 01 Year 2024			
2	Assets:			
a	Market value	2a	2138659091	
b	Actuarial value	2b	2244394138	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a	For retired participants and beneficiaries receiving payment	1506	496101757	496101757
b	For terminated vested participants	2735	183981735	183981735
c	For active participants	11709	1368152584	1400185301
d	Total	15950	2048236076	2080268793
4	If the plan is in at-risk status, check the box and complete lines (a) and (b). ☐			
a	Funding target disregarding prescribed at-risk assumptions	4a		
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	5.16 %	
6	Target normal cost			
a	Present value of current plan year accruals	6a	134038126	
b	Expected plan-related expenses	6b	1610950	
c	Target normal cost	6c	135649076	

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

SIGN HERE	Signature of actuary AMY DOSLICH Type or print name of actuary WILLIS TOWERS WATSON US LLC Firm name 500 NORTH AKARD STREET SUITE 4100 DALLAS, TX 75201 Address of the firm	09/18/2025 Date 23-07755 Most recent enrollment number 214-530-4200 Telephone number (including area code)
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Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	243677759
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	27979751
9 Amount remaining (line 7 minus line 8)	0	215698008
10 Interest on line 9 using prior year's actual return of <u>11.32</u> %	0	24417015
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.24</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	75989678
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	164125345

Part III Funding Percentages

14 Funding target attainment percentage	14	100.00 %
15 Adjusted funding target attainment percentage	15	107.88 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	103.89 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
09/03/2025	88000000	0			
Totals ▶			18(b)	88000000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	80899093

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost
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21 Discount rate:			
a Segment rates:	1st segment: 4.75 %	2nd segment: 4.96 %	3rd segment: 5.59 %
			☐ N/A, full yield curve used
b Applicable month (enter code)			21b 0
22 Weighted average retirement age			22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI	Miscellaneous Items
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24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.....		☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....		☐ Yes ☒ No
26 Demographic and benefit information		
a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....		27

Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years
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28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29).....	30	0

Part VIII	Minimum Required Contribution For Current Year
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31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6c)		31a	135649076
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment		0	0
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33).....		34	135649076
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	54749983	54749983
36 Additional cash requirement (line 34 minus line 35)		36	80899093
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)		37	80899093
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

Part IX	Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)
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41 If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☒ 2020 ☐ 2021
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SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2024
		This Form is Open to Public Inspection.

For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024		
A Name of plan PHILLIPS 66 RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PHILLIPS 66 COMPANY	D Employer Identification Number (EIN) 37-1652702	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
NORTHERN TRUST CORPORATION
36-2723087

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
PRUDENTIAL TRUST CO
23-6994310

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
RELIANCE TRUST COMPANY
58-1428634

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
GOLDMAN SACHS TRUST COMPANY
13-4165352

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

GQG PARTNERS

82-6253445

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

IIF ERISA LP

45-6805242

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

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

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

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

JPMORGAN CHASE BANK, NATIONAL ASSOC

13-4994650

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 24 27 50 51 68	INVESTMENT MANAGER	1440334	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

BLACKROCK INSTITUTIONAL TRUST COMPA

94-3112180

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 24 28 50 51	INVESTMENT MANAGER	694417	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

LAZARD ASSET MANAGEMENT LLC

05-0530199

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51 68 99	INVESTMENT MANAGER	679035	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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)

PRUDENTIAL TRUST CO.

23-6994310

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51 99	INVESTMENT MANAGER	527209	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

NORTHERN TRUST COMPANY

36-1561860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 21 25 18 19 49 51 62 99	TRUSTEE	509379	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

BARROW, HANLEY, MEWHINNEY & STRAUSS

75-2403190

(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?
27 68	INVESTMENT MANAGER	374770	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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)

HSRE CORE PROPERTY FUND GP LLC

45-3556205

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51 99	INVESTMENT MANAGER	365030	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

CREDIT SUISSE

13-2774791

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51 99	INVESTMENT MANAGER	324724	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MFS HERITAGE TRUST COMPANY

02-0507414

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51 68 10 19 18 99	INVESTMENT MANAGER	192289	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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)

TOWERS WATSON INVESTMENT SERVICES

52-1868818

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
17 27 50	INVESTMENT ADVISOR	139294	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

GOLDMAN SACHS ASSET MANAGEMENT, LP

13-3575636

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51 56	INVESTMENT MANAGER	71678	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

LEGAL & GENERAL INVESTMENT MANAGEME

20-8058531

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	INVESTMENT MANAGER	69959	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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)

PRINCIPAL GLOBAL INVESTORS

42-1479618

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 68 99	INVESTMENT MANAGER	37545	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

MELLON CAPITAL MANAGEMENT

25-1442864

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	INVESTMENT MANAGER	25289	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

WELLS CAPITAL MANAGEMENT

95-3692822

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	INVESTMENT MANAGER	0	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2024 This Form is Open to Public Inspection.
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024		
A Name of plan PHILLIPS 66 RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 PHILLIPS 66 COMPANY	D Employer Identification Number (EIN) 37-1652702	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)		
a Name of MTIA, CCT, PSA, or 103-12 IE: RUSSELL 1000 GROWTH INDEX FUND			
b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS, INC.			
c EIN-PN 45-6138589-099	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 179013896	
a Name of MTIA, CCT, PSA, or 103-12 IE: ALPHA TILTS FUND			
b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST COMPANY NA			
c EIN-PN 94-3112180-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 170741088	
a Name of MTIA, CCT, PSA, or 103-12 IE: INTERNATIONAL EQUITY INSIGHTS			
b Name of sponsor of entity listed in (a): THE GOLDMAN SACHS TRUST COMPANY, N.A.			
c EIN-PN 13-4166989-032	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 131000935	
a Name of MTIA, CCT, PSA, or 103-12 IE: HIGH YIELD BOND FUND			
b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST COMPANY NA			
c EIN-PN 94-3112180-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 122433073	
a Name of MTIA, CCT, PSA, or 103-12 IE: GQG PARTNERS INT'L EQUITY FUND			
b Name of sponsor of entity listed in (a): RELIANCE TRUST COMPANY			
c EIN-PN 82-6253445-011	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 122271962	
a Name of MTIA, CCT, PSA, or 103-12 IE: EMERGING MARKETS DEBT FUND			
b Name of sponsor of entity listed in (a): PRUDENTIAL TRUST CO.			
c EIN-PN 23-6994310-128	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 121392658	
a Name of MTIA, CCT, PSA, or 103-12 IE: US SMALL CAP COMPANY EQUITY FUND			
b Name of sponsor of entity listed in (a): JP MORGAN CHASE BANK NA			
c EIN-PN 13-3759757-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 94679875	

a Name of MTIA, CCT, PSA, or 103-12 IE: JPMCB STRATEGIC PROPERTY FUND

b Name of sponsor of entity listed in (a): JPMORGAN CHASE BANK NA

c EIN-PN 13-3759757-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 87732679
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a Name of MTIA, CCT, PSA, or 103-12 IE: EMERGING MARKETS EQUITY FUND

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

c EIN-PN 57-1187281-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 35771785
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a Name of MTIA, CCT, PSA, or 103-12 IE: EMERGING MARKETS EQUITY

b Name of sponsor of entity listed in (a): THE GOLDMAN SACHS TRUST COMPANY, N.A.

c EIN-PN 13-4166989-033	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 35681978
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a Name of MTIA, CCT, PSA, or 103-12 IE: EMERGING MARKETS EQUITY FUND

b Name of sponsor of entity listed in (a): JP MORGAN CHASE BANK NA

c EIN-PN 13-3635124-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 34414616
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a Name of MTIA, CCT, PSA, or 103-12 IE: NT COLTV GOVT ST INVESTMENT FUND

b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS, INC.

c EIN-PN 45-6138589-068	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 30078665
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a Name of MTIA, CCT, PSA, or 103-12 IE: L&G GLOBAL CORE INFRASTRUCTURE

b Name of sponsor of entity listed in (a): LEGAL & GENERAL COLLECTIVE INVESTMENT TRUST

c EIN-PN 34-7085469-013	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 22302402
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

SCHEDULE G (Form 5500) Department of Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	Financial Transaction Schedules This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2024 This Form is Open to Public Inspection.
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024	
A Name of plan PHILLIPS 66 RETIREMENT PLAN	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 PHILLIPS 66 COMPANY	D Employer Identification Number (EIN) 37-1652702

Part I	Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible Complete as many entries as needed to report all loans or fixed income obligations in default or classified as uncollectible. Check box (a) if obligor is known to be a party in interest. Attach Overdue Loan Explanation for each loan listed. See Instructions.
--------	--

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐	NEPTUNE HUSKY US BIDCO LLC HG HEUBACH MANAGEMETN GMBH ROTENTURMSTRASSE 16-18 VIENNA, VIENNA 1010 AT	TERM BANK LOAN 12/29/2023

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
325516			328804	328804	

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐	SK NEPTUNE HUSKY FINANCE SARL HG HEUBACH MANAGEMETN GMBH ROTENTURMSTRASSE 16-18 VIENNA, VIENNA 1010 AT	TERM LOAN DUE 04/22/2024

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
59723			71674	71674	

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

Part II Schedule of Leases in Default or Classified as Uncollectible

Complete as many entries as needed to report all leases in default or classified as uncollectible. Check box (a) if lessor or lessee is known to be a party in interest. Attach Overdue Lease Explanation for each lease listed. (See instructions)

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

Part III Nonexempt Transactions

Complete as many entries as needed to report all nonexempt transactions. **Caution:** If a nonexempt prohibited transaction occurred with respect to a disqualified person, file Form 5330 with the IRS to pay the excise tax on the transaction.

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2024
		This Form is Open to Public Inspection

For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024		
A Name of plan PHILLIPS 66 RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PHILLIPS 66 COMPANY	D Employer Identification Number (EIN) 37-1652702	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		88000000
(2) Participant contributions.....	1b(2)		
(3) Other	1b(3)	10240336	5744635
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	33353357	30442650
(2) U.S. Government securities	1c(2)	387580824	329737143
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred.....	1c(3)(A)		
(B) All other.....	1c(3)(B)	100318268	108586065
(4) Corporate stocks (other than employer securities):			
(A) Preferred.....	1c(4)(A)		
(B) Common	1c(4)(B)	294449624	297642509
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)	311209543	277992720
(7) Loans (other than to participants).....	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	1020871235	1069704268
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	2158023187	2207849990
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	11396589	7457533
i Acquisition indebtedness	1i		
j Other liabilities	1j	60431	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	11457020	7457533
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	2146566167	2200392457

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	88000000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		88000000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	33654	
(B) U.S. Government securities	2b(1)(B)	17796	
(C) Corporate debt instruments	2b(1)(C)	9277789	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		9329239
(2) Dividends:			
(A) Preferred stock	2b(2)(A)	-5431	
(B) Common stock	2b(2)(B)	6161050	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		6155619
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds	2b(4)(A)	338452344	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	332524294	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets:			
(A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	-13667105	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		150598588
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		4385937
d Total income. Add all income amounts in column (b) and enter total	2d		250730328

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	189573210	
(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)		189573210
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees	2i(2)	139293	
(3) Recordkeeping fees	2i(3)		
(4) IQPA audit fees	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	6668049	
(6) Bank or trust company trustee/custodial fees	2i(6)	509379	
(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)	14107	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		7330828
j Total expenses. Add all expense amounts in column (b) and enter total	2j		196904038

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		53826290
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **ERNST & YOUNG LLP**

(2) EIN: **34-6565596**

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒	
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.)	☒		400478
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		3500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)	☒		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

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 548604.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation		Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.		OMB No. 1210-0110 2024 This Form is Open to Public Inspection.	
For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024					
A Name of plan PHILLIPS 66 RETIREMENT PLAN				B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PHILLIPS 66 COMPANY				D Employer Identification Number (EIN) 37-1652702	
Part I Distributions					
All references to distributions relate only to payments of benefits during the plan year.					
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....				1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): _____ Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.					
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year				3	763
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)					
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☒ No ☐ N/A If the plan is a defined benefit plan, go to line 8.					
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.					
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)				6a	
b Enter the amount contributed by the employer to the plan for this plan year				6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....				6c	
If you completed line 6c, skip lines 8 and 9.					
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A					
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☒ N/A					
Part III Amendments					
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☒ No					
Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.					
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No					
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No					
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No					
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No					
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.				Schedule R (Form 5500) 2024 v. 240311	

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....

14a

b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14b

c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14c

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

a The corresponding number for the plan year immediately preceding the current plan year.....

15a

b The corresponding number for the second preceding plan year.....

15b

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

a Enter the number of employers who withdrew during the preceding plan year.....

16a

b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....

16b

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

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

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

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

a Enter the percentage of plan assets held as:

Public Equity: 61.00 % Private Equity: _____ % Investment-Grade Debt and Interest Rate Hedging Assets: 19.00 %

High-Yield Debt: 9.00 % Real Assets: 2.00 % Cash or Cash Equivalents: _____ % Other: 9.00 %

b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:

☐ 0-5 years ☒ 5-10 years ☐ 10-15 years ☐ 15 years or more

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

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

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation.....

Part VII IRS Compliance Questions

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

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).

☐ Design-based safe harbor method

☐ "Prior year" ADP test

☐ "Current year" ADP test

☐ N/A

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



**Shape the future
with confidence**

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Report of Independent Auditors

To the Plan Administrators of Phillips 66 Retirement Plan

Opinion

We have audited the financial statements of the Phillips 66 Retirement Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2024, and the related notes (collectively referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2024 and 2023, and the changes in its net assets available for benefits for the year ended December 31, 2024, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

Supplemental Schedules Required by ERISA

Our audits were conducted for the purpose of forming an opinion of the financial statements as a whole. The supplemental schedules of assets (held at end of year) as of December 31, 2024, and loans or fixed income obligations in default or classified as uncollectible and reportable transactions for the year then ended (referred to as the "supplemental schedules"), are presented for purposes of additional analysis and are not a required part of the financial

statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

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

Ernst + Young LLP

October 7, 2025

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Phillips 66 Company
EIN/PN	37-1652702/001
Plan Name	Phillips 66 Retirement Plan
Valuation Date	January 1, 2024
Enrolled Actuary	Amy Doslich
Enrollment Number	23-07755

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

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

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2024 This Form is Open to Public Inspection
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024	
Round off amounts to nearest dollar.	
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan PHILLIPS 66 RETIREMENT PLAN	B Three-digit plan number (PN) 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF PHILLIPS 66 COMPANY	D Employer Identification Number (EIN) 37-1652702
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information			
1 Enter the valuation date: Month 01 Day 01 Year 2024			
2 Assets:			
a Market value	2a	2,138,659,091	
b Actuarial value	2b	2,244,394,138	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	1,506	496,101,757	496,101,757
b For terminated vested participants	2,735	183,981,735	183,981,735
c For active participants	11,709	1,368,152,584	1,400,185,301
d Total	15,950	2,048,236,076	2,080,268,793
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	5.16%	
6 Target normal cost			
a Present value of current plan year accruals	6a	134,038,126	
b Expected plan-related expenses	6b	1,610,950	
c Target normal cost	6c	135,649,076	

Statement by Enrolled Actuary

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

SIGN HERE Amy Doslich Signature of actuary	09/18/2025 Date 2307755 Most recent enrollment number 214-530-4200 Telephone number (including area code)
Amy Doslich Type or print name of actuary Willis Towers Watson US LLC Firm name 500 North Akard Street Suite 4100 Dallas TX 75201 Address of the firm	

Part II		Beginning of Year Carryover and Prefunding Balances	
		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	243,677,759
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	27,979,751
9	Amount remaining (line 7 minus line 8)	0	215,698,008
10	Interest on line 9 using prior year's actual return of <u>11.32</u> %	0	24,417,015
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		0
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.24</u> %		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		0
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	75,989,678
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	164,125,345

Part III		Funding Percentages	
14	Funding target attainment percentage	14	100.00 %
15	Adjusted funding target attainment percentage	15	107.88 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	103.89 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV		Contributions and Liquidity Shortfalls			
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
09/03/2025	88,000,000	0			
Totals ►			18(b)	88,000,000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a 0
b Contributions made to avoid restrictions adjusted to valuation date	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 80,899,093
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of quarter of this plan year	
(1) 1st	(2) 2nd
(3) 3rd	(4) 4th

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost		
21	Discount rate:		
a	Segment rates:	1st segment: 4.75 % 2nd segment: 4.96 % 3rd segment: 5.59 %	☐ N/A, full yield curve used
b	Applicable month (enter code).....	21b	0
22	Weighted average retirement age	22	62
23	Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute		
Part VI	Miscellaneous Items		
24	Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No		
25	Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. ☐ Yes ☒ No		
26	Demographic and benefit information		
a	Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
b	Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...		☒ Yes ☐ No
27	If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27	
Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years		
28	Unpaid minimum required contributions for all prior years	28	0
29	Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30	Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0
Part VIII	Minimum Required Contribution For Current Year		
31	Target normal cost and excess assets (see instructions):		
a	Target normal cost (line 6c).....	31a	135,649,076
b	Excess assets, if applicable, but not greater than line 31a	31b	0
32	Amortization installments:	Outstanding Balance	Installment
a	Net shortfall amortization installment	0	0
b	Waiver amortization installment	0	0
33	If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33
34	Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....		34
			135,649,076
	Carryover balance	Prefunding balance	Total balance
35	Balances elected for use to offset funding requirement	0	54,749,983
			54,749,983
36	Additional cash requirement (line 34 minus line 35).....		36
			80,899,093
37	Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....		37
			80,899,093
38	Present value of excess contributions for current year (see instructions)		
a	Total (excess, if any, of line 37 over line 36)		38a
			0
b	Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b
			0
39	Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39
			0
40	Unpaid minimum required contributions for all years		40
			0
Part IX	Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)		
41	If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☒ 2020 ☐ 2021		

SCHEDULE SB ATTACHMENTS

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

Plan Year	Active Participants	Terminated Vested Participants	Retired Participants and Beneficiaries Receiving Payments	Total
2024	105,308,374	16,156,229	39,669,344	161,133,947
2025	98,880,284	5,960,328	39,317,553	144,158,165
2026	101,934,503	7,109,329	38,939,933	147,983,765
2027	103,299,641	7,221,732	38,527,330	149,048,703
2028	102,716,140	7,187,356	38,092,479	147,995,975
2029	101,941,924	9,465,642	37,613,919	149,021,485
2030	100,944,707	5,580,692	37,086,743	143,612,142
2031	100,079,896	9,640,473	36,505,730	146,226,099
2032	98,157,556	12,664,299	35,865,438	146,687,293
2033	96,585,098	12,644,928	35,160,357	144,390,383
2034	95,489,265	12,163,220	34,385,100	142,037,585
2035	92,511,674	11,113,912	33,534,661	137,160,247
2036	91,480,644	12,440,931	32,604,702	136,526,277
2037	88,232,727	14,109,031	31,591,777	133,933,535
2038	86,208,172	11,744,885	30,493,588	128,446,645
2039	84,013,513	10,280,717	29,309,349	123,603,579
2040	81,319,679	11,902,214	28,040,018	121,261,911
2041	78,504,333	11,413,468	26,688,519	116,606,320
2042	75,919,655	14,897,922	25,260,085	116,077,662
2043	72,420,001	14,674,712	23,762,466	110,857,179
2044	70,147,362	14,608,605	22,206,126	106,962,093
2045	66,880,378	14,274,908	20,604,250	101,759,536
2046	62,768,660	17,061,973	18,972,467	98,803,100
2047	59,567,021	15,152,314	17,328,642	92,047,977
2048	56,354,806	16,923,194	15,692,285	88,970,285
2049	52,597,380	15,372,228	14,083,684	82,053,292
2050	48,804,931	14,746,085	12,523,069	76,074,085
2051	44,797,987	14,183,155	11,029,557	70,010,699

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

SCHEDULE SB ATTACHMENTS

Plan Year	Active Participants	Terminated Vested Participants	Retired Participants and Beneficiaries Receiving Payments	Total
2052	40,862,337	12,247,351	9,620,245	62,729,933
2053	37,180,265	13,765,290	8,309,070	59,254,625
2054	33,267,109	12,227,952	7,106,310	52,601,371
2055	29,388,292	10,453,539	6,018,396	45,860,227
2056	25,470,662	10,087,870	5,047,833	40,606,365
2057	22,197,396	7,032,087	4,193,617	33,423,100
2058	18,795,692	6,223,035	3,451,615	28,470,342
2059	15,944,064	5,606,972	2,815,265	24,366,301
2060	13,400,268	4,898,116	2,276,286	20,574,670
2061	11,047,961	3,012,782	1,825,300	15,886,043
2062	9,113,943	1,934,905	1,452,362	12,501,210
2063	7,308,737	1,123,633	1,147,462	9,579,832
2064	5,937,172	415,056	900,908	7,253,136
2065	4,563,247	338,405	703,611	5,605,263
2066	3,590,061	272,087	547,286	4,409,434
2067	2,718,841	215,685	424,542	3,359,068
2068	2,110,281	168,536	328,935	2,607,752
2069	1,571,857	129,806	254,977	1,956,640
2070	1,141,602	98,550	198,075	1,438,227
2071	840,714	73,773	154,438	1,068,925
2072	619,788	54,478	121,007	795,273
2073	458,127	340,362	95,359	893,848

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2024

Assumed Retirement Age Calculation

Active Employees for Titles I, III, and VI (0003, 0005, 0007)

(A) Retirement Age	(B) Probability of Active Participant Attaining Retirement Age (A) *	(C) Probability of Retirement at Age (A) Given that Active Participant Attains Retirement Age (A).	(D) (A) x (B) x (C)
55	1.000	0.100	5.500
56	0.900	0.100	5.040
57	0.810	0.100	4.617
58	0.729	0.150	6.342
59	0.620	0.150	5.487
60	0.527	0.250	7.905
61	0.395	0.200	4.819
62	0.316	0.200	3.918
63	0.253	0.250	3.985
64	0.190	0.200	2.432
65	0.152	0.350	3.458
66	0.099	0.350	2.287
67	0.064	0.250	1.072
68	0.048	0.250	0.816
69	0.036	0.300	0.745
70	0.025	1.000	1.750

T I, III, and VI Active Participants Weighted Average Retirement Age: 60.173

Active Employees for Title II (0002)

(A) Retirement Age	(B) Probability of Active Participant Attaining Retirement Age (A) *	(C) Probability of Retirement at Age (A) Given that Active Participant Attains Retirement Age (A).	(D) (A) x (B) x (C)
55	1.000	0.070	3.850
56	0.930	0.070	3.646
57	0.865	0.070	3.451
58	0.804	0.070	3.264
59	0.748	0.070	3.089
60	0.696	0.100	4.176
61	0.626	0.100	3.819
62	0.563	0.150	5.236
63	0.479	0.150	4.527
64	0.407	0.150	3.907
65	0.346	0.200	4.498
66	0.277	0.250	4.571
67	0.208	0.250	3.484
68	0.156	0.250	2.652
69	0.117	0.250	2.018
70	0.088	1.000	6.160

T II Active Participants Weighted Average Retirement Age: 62.348

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
 Plan Sponsor: Phillips 66 Company
 Valuation Date: January 1, 2024

SCHEDULE SB ATTACHMENTS

Active Employees for Title IV (0006)

(A) Retirement Age	(B) Probability of Active Participant Attaining Retirement Age (A) *	(C) Probability of Retirement at Age (A) Given that Active Participant Attains Retirement Age (A).	(D) (A) x (B) x (C)
50	1.000	0.03	1.500
51	0.970	0.03	1.484
52	0.941	0.03	1.468
53	0.913	0.03	1.452
54	0.886	0.03	1.435
55	0.859	0.100	4.725
56	0.773	0.100	4.329
57	0.696	0.100	3.967
58	0.626	0.150	5.446
59	0.532	0.150	4.708
60	0.452	0.250	6.780
61	0.339	0.200	4.136
62	0.271	0.200	3.360
63	0.217	0.250	3.418
64	0.163	0.200	2.086
65	0.130	0.350	2.958
66	0.085	0.350	1.964
67	0.055	0.250	0.921
68	0.041	0.250	0.697
69	0.031	0.300	0.642
70	0.022	1.000	1.540

T IV Active Participants Weighted Average Retirement Age: 59.016

	(A) Number of Participants	(B) Weighted Average Retirement Age	(C) [(A)/Total (A)]*(B)
Active Participants Titles I, III, and VI	274	60.173	1.408
Active Participants Title II	10,953	62.348	58.322
Active Participants Title IV	482	59.016	<u>2.429</u>
Total	11,709		62.159

Overall Weighted Average Retirement Age: 62.159

* No decrements other than retirement are assumed to be in effect.

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
 Plan Sponsor: Phillips 66 Company
 Valuation Date: January 1, 2024

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis:

- Applicable month January
- Interest rate basis 3-Segment Rates

Interest rates:

	Reflecting Stabilization	Not Reflecting Stabilization
• First segment rate	4.75%	4.37%
• Second segment rate	4.96%	4.96%
• Third segment rate	5.59%	4.95%
• Effective interest rate	5.16%	4.91%

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

Annual rates of increase

- Compensation: The rates at which participants' compensation increases by age:

Age	Annual Rate of Compensation Increase
Under 30	8.0%
30-34	6.0%
35-39	5.0%
40-44	4.5%
45-49	4.0%
50-54	3.5%
55-59	3.0%
60 & Over	2.5%

- Future Social Security wage bases 3.50%

Plan Name: Phillips 66 Retirement Plan
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SCHEDULE SB ATTACHMENTS

- Statutory limits on compensation 2.00%

Administrative “and investment” expenses Based on current PBGC premiums.

Cash Balance Interest Credit Rate

Titles II, III and VI

3.97% for 2024 and 2025, and 3.98% thereafter. For deferred participants the cash balance is credited from current age to date of commencement.

Calculation of Lump Sum

The following assumptions are used to convert Accrued Benefits to lump sums:

- **Accruals before January 1, 2009**

Gross Benefits for Participants in Title I

Interest: Assumed 30 year treasury rate of 3.97% for 2024 and 2025, and 3.98% thereafter.

Mortality: The 1994 Group Annuity Reserving Table with a 50%/50% blend of male and female rates.

Non-PAR Benefits for Participants in Title I

Interest: Assumed PBGC rate of 3.00%.

Mortality: UP84 Mortality, PBGC basis.

Benefits for Participants in Title IV

For the portion of benefit earned before January 1, 2000:

Interest: Assumed PBGC rate of 3.00%.

Mortality: The 1971 Group Annuity Mortality Table set back two years (sex neutral, consisting of 90% male rates and 10% female rates).

For the portion of the benefit earned after December 31, 1999:

Interest: Assumed 30 year treasury rate of 3.97% for 2024 and 2025, and 3.98% thereafter.

Mortality: The 1994 Group Annuity Reserving Table with a 50%/50% blend of male and female rates.

Gross Benefits under Title VI

Interest: Assumed 30 year treasury rate of 3.97% for 2024 and 2025, and 3.98% thereafter .

Mortality: The 1994 Group Annuity Reserving Table with a 50%/50% blend of male and female rates.

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- **Accruals after December 31, 2008**

Accruals after December 31, 2008 are converted based on the applicable mortality and interest rate assumptions outlined in 417(e)(3) as amended by the Pension Protection Act. The January 2024 segment rates were used as the applicable interest rate assumption outlined in 417(e)(3).

Demographic Assumptions

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

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

Mortality

- **Healthy** Separate rates for non-annuitants and annuitants based on Pri-2012 “Employees” and “Healthy Annuitants” (participants and beneficiaries combined) tables, respectively, without collar or amount adjustments and then projected forward with a generational projection as specified in the regulations under §1.430(h)(3)-1 using the IRS adjusted Scale MP-2021 (i.e., MP-2021 with no mortality improvement for 2020-2023 and future mortality improvement capped at 0.78% for years after 2024).
- **Disabled** Same as described above for Healthy Mortality.

Disability rates

- **Titles III and IV:** The rates at which participants become disabled by age:

Age		Annual Rate of Disability	Age		Annual Rate of Disability
Under 27		0.03%	41	0.19%	
27-28		0.04%	42	0.20%	
29-30		0.05%	43	0.22%	
31		0.06%	44	0.23%	
32		0.07%	45	0.25%	
33		0.08%	46	0.28%	
34		0.09%	47	0.32%	
35		0.10%	48	0.35%	
36		0.11%	49	0.39%	
37		0.13%	50-51	0.42%	
38		0.14%	52-53	0.41%	
39		0.16%	54-65	0.40%	
40		0.17%			

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- Titles I, II and VI Since no separate disability benefit is payable, the incidence of disability is added to the other rates of withdrawal or retirement, depending upon eligibility.
- Titles V and VIII Not applicable.

Termination

- Titles I, II, III, IV and VI: The rates at which participants terminate employment by age if not eligible for retirement:

Age	Annual Rate of Termination
Under 22	20.0%
22-24	10.0%
25-29	7.5%
30-49	4.0%
50-54	3.0%
55-59	10.0%
60-64	8.0%

- Titles V and VIII: Not applicable (no active participants).

Retirement

- Titles I, IV and VI:

Age	Annual Rate of Retirement
50-54*	3.0%
55-57	10.0%
58-59	15.0%
60	25.0%
61-62	20.0%
63	25.0%
64	20.0%
65-66	35.0%
67-68	25.0%
69	30.0%
70	100.0%

*Only applicable for Title IV

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- Title II:

Age	Annual Rate of Retirement
55-59	7.0%
60-61	10.0%
62-64	15.0%
65	20.0%
66-69	25.0%
70	100.0%

- Title III:

Same as Titles I, IV and VI above, with the exception that participants who have reached 85 points are assumed to retire at the rates below:

Age	Annual Rate of Retirement
55-59	10.0%
60-61	20.0%
62	30.0%
63-64	25.0%
65	35.0%
66-68	35.0%
69	20.0%
70	100.0%

- Titles V and VIII: Not applicable (no active participants).

Benefit commencement date:

Commencement dates vary by title, as described in Appendix B.

Form of Payment

Title I Participants (Phillips Retirement Income Plan)

- Current Employees
100% assumed to elect a Lump sum commencing at the later of age 55 or actual retirement.
- Vested Terminated Employees
100% assumed to elect a Lump Sum commencing at the later of age 55 and attained age, if attained age is over age 55 assumed to commence at age 65.

Title II Participants (Phillips 66 Cash Balance Account)

- Current Employees
100% assumed to elect their Cash Balance account commencing at termination.

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- Vested Terminated Employees
100% assumed to elect their Cash Balance account commencing at the later of age 65 or attained age.

Title III Participants (Tosco Pension Plan)

- Current Employees
100% assumed to elect an annuity commencing at the later of age 55 or actual retirement.
- Vested Terminated Employees
100% assumed to elect a Lump Sum commencing at the later of age 55 and attained age, if attained age is over age 55 assumed to commence at age 65.

Title IV Participants (Retirement Plan of Conoco)

- Current Employees
100% assumed to elect a Lump Sum commencing at the later of age 50 or actual retirement.
- Vested Terminated Employees
100% assumed to elect a Lump Sum commencing at the later of age 50 and attained age, if attained age is over age 55 assumed to commence at age 65.

Title VI Participants (Burlington Resources, Inc. Pension Plan)

- Current FAE Employees
100% assumed to elect a Lump Sum at retirement
- Current CB Employees
100% assumed to elect their Cash Balance at retirement.
- FAE Vested Terminated Employees
100% assumed to elect to take a Lump Sum at age 65.
- CB Vested Terminated Employees
100% assumed to elect to take their Cash Balance account commencing at age 65.

Percent married It is assumed that 85% of eligible participants are married.

Spouse age Males are assumed to be 3 years older than their spouses.

Covered pay Plan compensation is actual compensation during the prior year provided by the employer.

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Valuation Date: January 1, 2024

SCHEDULE SB ATTACHMENTS

Timing of benefit payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

Methods

Valuation date

First day of plan year

Funding target

Present value of accrued benefits as required by regulations under IRC §430.

Target normal cost

Present value of benefits expected to accrue during the plan year plus plan-related expenses expected to be paid from plan assets during the plan year as required by regulations under IRC §430.

Decrement timing

The approach used is called rounded middle of year (rounded MOY) decrement timing. Most events are assumed to occur at the middle of year during which the eligibility condition will be met or the start/end date will occur. For death and disability decrements, the rate applied is based on the participant's rounded age (nearest integer age) at the beginning of the year, to align with the methodology generally used to create those rate tables. For retirement and withdrawal decrements: the age is generally the participant's rounded age at the middle of the year.

Actuarial value of assets

Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the previous plan year.)

The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.

Benefits not valued

WTW has reviewed the plan provisions with Phillips 66 Company and, based on that review, is not aware of any significant benefits required to be valued that were not.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

SCHEDULE SB ATTACHMENTS

Sources of Data and Other Information

The plan sponsor through its third party administrator, furnished participant data as of January 1, 2024. Information on assets, contributions and plan provisions was supplied by the plan sponsor. Data and other information were reviewed for reasonableness and consistency, but no audit was performed. Based on discussions with the plan sponsor, assumptions or estimates were made when data were not available, and the data was adjusted to reflect any significant events that occurred between the date the data was collected and the measurement date.

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

Assumptions Rationale - Significant Economic Assumptions

Discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
Cash Balance Interest crediting rate	The plan credits interest to cash balance accounts as described in the economic assumptions. After examining historical variability in these rates, we believe that the selected assumption does not significantly conflict with what would be reasonable based on a combination of market conditions at the measurement date and future expectations consistent with other economic assumptions used, other than the discount rate.
Lump sum conversion rate	Lump sum benefits are valued using a select and ultimate assumption for the plan's lump sum conversion rate, and thus reflects both current conditions and expected future conditions. We believe the assumption is not significantly inconsistent with what would be reasonable and consistent with other economic assumptions used, other than the discount rate.
Rates of increase in compensation, National Average Wages (NAW), CPI	Assumed increases were chosen by the plan sponsor and they represent an estimate of future experience.

Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Disabled Mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Termination/Retirement	Termination and retirement rates were based on an experience study conducted during 2021, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future. For the reasons discussed above, we believe the assumptions selected do not significantly conflict with what would be reasonable.

Plan Name:	Phillips 66 Retirement Plan
EIN / PN:	37-1652702/001
Plan Sponsor:	Phillips 66 Company
Valuation Date:	January 1, 2024

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Form of payment

The percentage of retiring participants assumed to take lump sums is based on an examination of the election rates over the preceding years. For this reason, we believe the assumption does not significantly conflict with what would be reasonable.

Source of Prescribed Methods

Funding methods

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

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Sponsor

Phillips 66 Company

Plan

Phillips 66 Retirement Plan

Effective Date

The Plan was spun off of the ConocoPhillips Retirement Plan as of May 1, 2012.

Plan Year

The twelve-month period ending December 31.

Changes in Plan Provisions since Last Actuarial Valuation

None.

Plan Name:	Phillips 66 Retirement Plan
EIN / PN:	37-1652702/001
Plan Sponsor:	Phillips 66 Company
Valuation Date:	January 1, 2024

Summary of principal plan provisions

Title I: Phillips Retirement Income Plan

Coverage and Participation

Title I of the Plan was closed to new hires after December 31, 2001.

Credited Service

A participant is credited with 1/12 of a year of Credited Service for each multiple of 190 hours of Deemed Service he/she has earned in an anniversary year, not to exceed one full year of Credited Service in each.

Vesting Service

A participant is credited with 1 year of Vesting Service for each anniversary year in which he/she has completed 1,000 or more Deemed Hours of Service.

Compensation/Salary

Base pay received during each plan year plus overtime, shift differential, bonus, premium holiday pay, and Variable Compensation Incentive Program (VCIP) Payments.

Final Average Compensation/Salary

The average of the highest 3 consecutive calendar years of compensation during the 11-year period ending on the earliest of termination, early retirement or normal retirement dates.

Accrued Benefit

The greater of:

- a. The final average benefit equal to 1.6%¹ of final average earnings multiplied by years of Credited Service (maximum of 48 years) less 1.5% of Primary Social Security benefit for each year of Credited Service at Normal Retirement (maximum of 33-1/3 years), multiplied by the ratio of Credited Service to projected Credited Service at Normal Retirement; and
- b. \$15 per month per year of Credited Service.

¹ For service from January 1, 1973 to January 1, 1975 the final average percentage was 1.5% and for service from July 1, 1971 to January 1, 1973 the final average percentage was 1.4%. Prior to July 1, 1971, and subsequent to January 1, 1975 the percentage is 1.6%. If the participant "makes up" missed months of participation prior to July 1, 1971, the percentage is 1.6% for all months of participation. Subsidiaries that were merged into the Plan on January 1, 1990 have minimum past service benefits based on their respective formulas.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

The Accrued Benefit will be offset for:

- a. Benefits provided by Prudential, under the annuity contract GA-40176; and
- b. Benefits provided by BP/ARCO retirement plan for certain employees acquired in 2000. This offset will be reduced for early retirement based on the smaller of either reduction factors in effect at BP/ARCO at the time of acquisition or those in the Phillips Retirement Income Plan.

Normal Retirement Benefit

1. Eligibility: First of the month nearest to the attainment of age 65.
2. Benefit: Accrued Benefit.
3. Normal Form of Benefit: Single Life Annuity.

Late Retirement Benefit

1. Eligibility: Following Age 65.
2. Benefit: Accrued Benefit.
3. Payment: Immediate.

Early Retirement Benefit

1. Eligibility: Before the first of the month nearest the attainment of age 65 and on or after attaining age 55.
2. Benefit: Accrued Benefit.
3. Payment: Immediate payment available reduced 5% for each year of payment before age 60.

Disability Benefit

None.

Vested Benefits upon Termination of Service

1. Benefit: A percentage of the Accrued Benefit to date of termination as follows:
 - a. Less than 5 years of Vesting Service – 0%.
 - b. 5 or more years of Vesting Service – 100%.
2. Payment: Deferred to age 65. Immediate payment available upon attainment of age 55 reduced 6% for each year of payment before 65.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

Death Benefits for Participants in Active Service

1. Pre-retirement:
 - a. Non-vested participant: No benefit.
 - b. Retirement-eligible participants: The spouse of a participant who dies after becoming eligible to retire may elect to receive a lump sum Actuarially Equivalent to the participant's Accrued Benefit or a surviving spouse annuity (adjusted for early/late retirement and for difference in spousal/participant age as necessary). Unmarried participants may name a beneficiary to receive the lump sum Actuarially Equivalent to the participant's Accrued Benefit. Spouses of participants who terminated before January 1, 2008 are not eligible to receive a lump sum payment. Different provisions apply for participants terminated prior to August 31, 2004.
 - c. Retirement-ineligible participants: A non-spouse beneficiary of a participant who dies before becoming eligible to retire will receive an immediate lump sum payment that is Actuarially Equivalent to the participant's benefit payable at age 65. A surviving spouse may elect to receive a Single Life Annuity instead of the lump sum. The earliest commencement date for such benefit will be the participant's age 55. Different provisions apply for participants terminated prior to August 31, 2004.
2. Post-Retirement: Dependent on the form of payment in effect.

Optional Forms of Retirement Income in Lieu of Normal Form

1. Normal Form: Single Life Annuity.
2. Automatic Form:
 - a. Unmarried participant: Normal Form.
 - b. Married participant: Joint & 50% Survivor Annuity Actuarially Equivalent to the Normal Form.
3. Optional Forms:
 - a. Joint & Survivor Annuity: The spouse percentage may be between 10% and 100% subject to certain constraints.
 - b. Lump sum.

Pension Increases

None.

Plan Participants' Contributions

They are neither required nor permitted.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

Summary of principal plan provisions

Title II: Phillips 66 Cash Balance Account

Coverage and Participation

New employees become Plan participants in Title II upon the first of the month after their first year of employment.

Heritage Tosco and Heritage Phillips

Employees hired after 2001 become participants upon their date of hire. Employees hired before 2002 became participants on July 1, 2002, contingent upon their election of Title II coverage.

Heritage Conoco

Employees hired after 2002 become participants upon their date of hire. Employees hired before 2003 became participants on July 1, 2003, contingent upon their election of Title II coverage.

Vesting Service

Subject to eligibility and participation requirements, a participant is credited with 1 year of Vesting Service for each anniversary year in which he/she has completed 1,000 or more Hours of Service.

Compensation/Salary

Base pay received during each plan year plus overtime, shift differential, bonus, premium holiday pay, and Variable Compensation Incentive Program (VCIP) Payments.

Cash Balance Benefit

The hypothetical balance is equal to the accumulation of pay and interest credits. The cash balance is payable as an annuity or lump sum upon termination or retirement at any age.

Pay Credits

Years of Service plus Attained Age	Pay credit percent (%)
Less than 44	6%
At least 44 but less than 66	7%
66 or more	9%

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
 Plan Sponsor: Phillips 66 Company
 Valuation Date: January 1, 2024

Interest Credits

The average rate for 30-year Treasury securities for the fourth month prior to each calendar quarter.

Normal Retirement Benefit

1. Eligibility: First of the month nearest to the attainment of age 65, subject to participation requirements.
2. Benefit: Annuity derived from the Cash Balance Benefit.
3. Normal Form of Benefit: Single Life Annuity.

Disability Benefit

None.

Vested Benefits upon Termination of Service

1. Benefit: A percentage of the Cash Balance Benefit to date of termination as follows:
 - a. Less than 3 years of Vesting Service – 0%.
 - b. 3 or more years of Vesting Service – 100%.
2. Payment: Vested Cash Balance Benefit. Immediate annuity available.

Death Benefit

1. Pre-retirement:
 - a. Non-vested participants: No benefit.
 - b. Vested participants: Cash Balance Benefit.
2. Post-Retirement: Dependent on the form of payment in effect.

Optional Forms of Retirement Income in Lieu of Normal Form

1. Normal Form: Single Life Annuity at age 65.
2. Automatic Form:
 - a. Unmarried participant: Normal Form.
 - b. Married participant: Joint & 50% Survivor Annuity Actuarially Equivalent to the Normal Form.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

3. Optional Forms:

- a. Lump sum equal to the vested Cash Balance Benefit available.
- b. Joint & Survivor Annuity: The spouse percentage may be between 10% and 100%, subject to certain constraints.

Pension Increases

None.

Plan Participants' Contributions

They are neither required nor permitted.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

Summary of principal plan provisions

Title III: Tosco Pension Plan

Coverage and Participation

Title III of the Plan was closed to new hires after December 31, 2001.

Credited Service

Before January 1, 1976: Full and fractional years after Plan Date during which the Participant worked an average of at least 20 hours per week and worked at least 5 months per year.

After December 31, 1975: Beginning with the later of Plan Date and January 1, 1976, each completed month of service while an employee, including periods in which no services are performed following termination, provided the employee was rehired before one full year elapses.

Vesting Service

All years of Credited Service.

Compensation/Salary

Aggregate of all payments for services, but excluding benefits under an employee benefit plan, severance pay, retainers, fees, bonuses, unscheduled overtime or reimbursements.

Final Average Compensation/Salary

The monthly average of the highest 36 consecutive months' Compensation in the 120 months preceding retirement.

Social Security Benefit

The monthly primary insurance benefit payable to a Participant under Title II of the Social Security Act on his Normal or Late Retirement Date.

Accrued Benefit

Pay Credits (Alliance Cash Balance only)

4%, 5% or 6% of Compensation up to 25% of Social Security Taxable Wage Base, plus 7%, 9% or 11% of Compensation above 25% of Social Security Taxable Wage Base.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

For employees hired at Alliance Refinery within six months before or after September 1, 2000, the (5%, 9%) credit applies at the earlier of 10 years of service or age 40; (6%, 11%) credit applies at earlier of 20 years of service or age 50. For all other Alliance Refinery Employees, the (5%, 9%) credit applies at 10 years of service; (6%, 11%) credit applies at 20 years of service.

Interest Credits (Alliance Cash Balance only)

The average rate for 30-year Treasury securities for the fourth month prior to each calendar quarter.

Tosco Pension Plan (excludes Alliance Cash Balance)

The sum of 1. and 2. minus 3. payable monthly:

1. Final Average Benefits computed as:

- a. Final Average Compensation times “accrual rates” times Credited Service (accrual rate equals 1.6% for all employees except the accrual rate for former BP employees at the Ferndale refinery before January 1, 1971 is 1.3%) offset by
- b. Service at Normal Retirement Date (not to exceed 33-1/3 years) times 1.5% times the Social Security Benefit times Credited Service divided by Projected Credited Service at Normal Retirement Date (latter fraction may not exceed one).

The offset under 1.b. for a participant with 85 Points and an Early or Disability Retirement Date preceding age 60 shall not exceed the product of his Social Security Benefit times Credited Service divided by Service at Normal Retirement Date (latter fraction may not exceed one), and the applicable percentage below.

Age at Annuity Start	Percentage
60	50.0%
59	47.5%
58	45.0%
57	42.5%
56	40.0%
55	37.5%

2. Prior Plan Benefits: Accrued Benefit under Bakersfield Pension Plan that became payable under the Plan as a result of a plan merger.
3. Benefit Offsets: The sum of a., b., c., d., e., f., g., and h. as follows:
 - a. Phillips Benefit: The maximum of (i) and (ii) as follows:
 - i. Unit benefit accrued as of April 1, 1976.
 - ii. The excess of (A) / (B) x (C)

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
 Plan Sponsor: Phillips 66 Company
 Valuation Date: January 1, 2024

- (A) Adjusted earnings rate as of January 1, 1975 times “benefit percentages” based on accrual rates under the Phillips Plan as of March 31, 1976 and Credited Service through April 1, 1976.
 - (B) Phillips theoretical Social Security offset.
 - (C) The ratio of Credited Service at April 1, 1976 to total Credited Service.
- b. Corporate Offset: The accrued monthly benefit, if any, under the Tosco Corporation Pension Plan (terminated) as of July 31, 1985 and paid out in a lump sum. In some cases, the benefit was distributed by means of individual deferred annuity contracts purchased from Allstate Life Insurance Company (then called “Allstate” offset). These contracts provide a life income deferred to age 65 with the option to commence unreduced early retirement on or after age 60.
 - c. CILP Offset: Annuitized value of accumulated contributions in lieu of pension made to Tosco CAP for participants with delayed eligibility for the Plan.
 - d. Monsanto Offset: The Accrued Benefit, if any, payable under the Monsanto Company Salaried Employees’ Pension Plan.
 - e. Bayway Offset: The Accrued Benefit, if any, payable at age 65 from the Annuity Plan, Edition of September 1, 1992, in the Benefit Plan of Exxon Corporation and Participating Affiliates. This offset will be reduced for early retirement based on the reduction factors in effect in the prior plan at the time of the acquisition.
 - f. Ferndale Offset: The Accrued Benefit, if any, payable at age 65 from the BP America, Inc. Master Hourly Plan for Represented Employees. This offset will be reduced for early retirement based on the reduction factors in effect in the prior plan at the time of the acquisition.
 - g. Unocal Offset: The Accrued Benefit, if any, payable at age 65 from the Unocal Retirement Plan. This offset will be reduced for early retirement based on the reduction factors in effect in the prior plan at the time of the acquisition or the applicable Tosco Pension Plan early receipt factors, whichever produces the larger Tosco Pension Plan benefit.
 - h. Shell/Equilon Offset: The Accrued Benefit, if any, payable at age 65 from the Shell Pension Plan plus the annuitized cash balance payable at age 65 from the Equilon cash balance plan. (If an acquired employee did not have both 68 points and 19 years of service as of June 1, 2000, the Shell and Equilon benefit is reduced for early retirement before offset, using the predecessor employer early retirement factors.)

Normal Retirement Benefit

1. Eligibility: Age 65.
2. Benefit: Accrued Benefit.
3. Normal Form of Benefit: Single Life Annuity.

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
 Plan Sponsor: Phillips 66 Company
 Valuation Date: January 1, 2024

Late Retirement Benefit

1. Eligibility: Following age 65.
2. Benefit: Larger of the Accrued Benefit based on Normal Retirement benefit formula using Credited Service at Late Retirement Date and the Actuarial Equivalent of the prior year's benefit.
3. Payment: Immediate.

Early Retirement Benefit

1. Eligibility: Former Phillips employees upon attainment of age 55. All other employees upon attainment of age 55 and completion of 10 or more years of service.
2. Benefit: Accrued Benefit.
3. Payment: Deferred to age 65. Immediate payment available reduced by 1/15 for each year Early Retirement precedes age 60. No reduction applies if age and service total 85 or more at retirement.

Disability Benefit

1. Eligibility: Termination due to disability.
2. Benefit: Accrued Benefit based on current pay and including service for the period from termination of employment to retirement date.
3. Payment: Deferred to Early or Normal Retirement.

Vested Benefits upon Termination of Service

1. Benefit: A percentage of the Accrued Benefit to date of termination as follows:
 - a. Less than 5 years of Vesting Service – 0%.
 - b. 5 or more years of Vesting Service – 100%.
2. Payment: Deferred to age 65. Immediate payment available upon attainment of age 55 reduced 1/15 for each of the first 5 years that benefit commencement precedes age 65 and further by 1/30 for each year benefit commencement precedes age 60.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

Death Benefits for Participants in Active Service

1. Pre-Retirement:
 - a. Non-vested participants: No benefit.
 - b. Vested married participants (post-August 31, 2004): The surviving spouse of a participant who dies after completing 5 years of service will be paid the participant's Accrued Benefit for life. The amount of the Accrued Benefit will be actuarially adjusted to account for the difference in age between the participant and spouse. The annuity is payable at the earliest date the participant could have retired under the Plan and includes any applicable early retirement reduction. Different provisions applied to participants who died before September 1, 2004.
 - c. Retirement-eligible married participants (post-December 31, 2008): The surviving spouse of a participant who dies after becoming eligible to retire may elect to receive a lump sum Actuarially Equivalent to the participant's Accrued Benefit.
 - d. Vested unmarried participants (post-August 31, 2004): The beneficiary of a participant who dies before commencing payment of their Accrued Benefit will receive a lump sum death benefit equal to the present value of the Accrued Benefit. The benefit is payable immediately following death. Different provisions applied to participants who died before September 1, 2004.
2. Post-Retirement: Dependent on the form of payment in effect.

Optional Forms of Retirement Income in Lieu of Normal Form

1. Normal Form: Single Life Annuity.
2. Automatic Form:
 - a. Unmarried participant: Normal Form.
 - b. Married participant: Joint & 50% Survivor Annuity Actuarially Equivalent to the Normal Form.
3. Optional Forms:
 - a. Lump sum available only for Alliance Cash Balance.
 - b. Joint & 50%, 75% or 100% Survivor Annuity.
 - c. 10-year Certain and Life Annuity – eliminated prospectively effective December, 31, 2013

Pension Increases

None.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

Special Provisions for Exxon Mobil, Wood River and Alliance Groups

Coverage was extended effective March 1, 2000 to certain employees of Exxon Mobil Corporation in connection with an acquisition by Tosco. These employees receive a benefit that would have been payable under the predecessor plan in effect on March 1, 2000, as if they had remained employed with Exxon Mobil and continued to be covered by the predecessor plan during their period of employment with Tosco. Benefits are offset by predecessor plan benefits based on age and service at the time of sale and by the annuitized value of the Pension Equity Retirement Contributions account.

Coverage was extended effective June 1, 2000 to certain employees of Wood River Refinery in connection with its acquisition by Tosco. These employees receive a benefit based on both Tosco and predecessor employer service with an offset of predecessor plan benefits based on age and service at the time of sale.

Coverage was extended effective September 1, 2000 to certain employees of Alliance Refinery in connection with its acquisition by Tosco. These employees do not participate in the final average pay benefit but receive a cash balance pay credit based on Tosco and predecessor employer service and starting with a balance of \$0.

Plan Participants' Contributions

They are neither required nor permitted.

Plan Name:	Phillips 66 Retirement Plan
EIN / PN:	37-1652702/001
Plan Sponsor:	Phillips 66 Company
Valuation Date:	January 1, 2024

Summary of principal plan provisions

Title IV: Retirement Plan of Conoco

Coverage and Participation

Title IV of the Plan was closed to new hires after December 31, 2002.

Credited Service

For each 12 month period beginning on the enrollment date in which a plan participant is credited with at least 1,000 Hours of Service, the participant will be credited with the lesser of 1 or Hours of Service divided by 2,080 Years of Credited Service.

190 Hours of Service are credited for each month in which a participant works 1 hour.

Participants retiring need not be credited with 1,000 Hours of Service to receive partial credit for their final 12 month period.

Vesting Service

Years of Service are used to determine eligibility to participate, vesting and eligibility for Separation, Early or Incapacity Retirement.

One Year of Service is earned for each consecutive 12-month period following employment in which 1,000 Hours of Service are credited.

190 Hours per Month are credited for each month in which at least 1 hour is worked.

Compensation/Salary

Base Pay received during each plan year plus commissions, overtime, shift differential, bonus, premium holiday pay, Variable Compensation Incentive Program (VCIP) Payments and a 401(k) plan or non-qualified cash deferred arrangement.

Final Average Compensation/Salary

“High-3 Year Compensation” means the higher of the highest 36 consecutive months’ compensation divided by 3 and the highest 3 calendar years (not necessarily consecutive) divided by 3.

“High-10 Year Compensation” means the highest 120 consecutive months of compensation divided by 10.

Plan Name:	Phillips 66 Retirement Plan
EIN / PN:	37-1652702/001
Plan Sponsor:	Phillips 66 Company
Valuation Date:	January 1, 2024

Social Security Benefit

The estimated monthly amount payable to a participant at full Social Security retirement age under the Social Security Law in effect on the first day of the year of his/her termination date. For a participant who terminates employment before full Social Security retirement age, the primary Social Security benefit is determined as if 1) there were no further Social Security earnings in the years after termination of employment, 2) earnings for years back to age 22 are estimated using the percentage changes in the National Average Wage Base as published by the Social Security Administration.

Accrued Benefit

The largest of the following:

1. High-3 Formula

1.6% of "High-3 Year Compensation" times years of Membership

minus

1.5% times "Primary Social Security Benefit" (PSSB) times Years of Membership (maximum of 50% of the PSSB)

2. High-10 Formula (only if a participant prior to January 1, 1971)

1% of "High-10 Year Compensation" not in excess of \$3,000

plus

1.5% of "High-10 Year Compensation" in excess of \$3,000

times

Years of Membership

3. Minimum Formula

\$144 times Years of Membership

Normal Retirement Benefit

1. Eligibility: First of the month following the date of attainment of age 65.
2. Benefit: Accrued Benefit.
3. Normal Form of Benefit: Single Life Annuity.

Plan Name: Phillips 66 Retirement Plan
EIN / PN: 37-1652702/001
Plan Sponsor: Phillips 66 Company
Valuation Date: January 1, 2024

Late Retirement Benefit

1. Eligibility: Following age 65.
2. Benefit: Accrued Benefit.
3. Payment: Immediate.

Early Retirement Benefit

1. Eligibility: Before Normal Retirement date after attainment of age 50 and 10 Years of Service and prior to termination.
2. Benefit: Accrued Benefit.
3. Payment: Deferred to age 65. Immediate payment reduced by the following schedule:

Age at Benefit Start Date	Percentage of Age 65 SLA	
	Schedule I ¹	Schedule II ²
65	100	100
64	100	100
63	100	100
62	100	100
61	100	97
60	100	94
59	96	91
58	92	88
57	88	85
56	83	82
55	78	79
54	73	76
53	68	73
52	63	70
51	58	67
50	53	64

Disability Benefit

1. Eligibility: Termination due to disability after attaining age 40 and 10 Years of Service.
2. Benefit: Accrued Benefit.
3. Payment: Immediate unreduced payment. Disability retirees may not receive lump sums.

¹ Applies to the High-10 and Minimum Formulae accrued after December 31, 1970 and the High-3 Formula.

² Applies to the High-10 and Minimum Formulae accrued prior to January 1, 1971.

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
 Plan Sponsor: Phillips 66 Company
 Valuation Date: January 1, 2024

Vested Benefits upon Termination of Service

1. Benefit: A percentage of the Accrued Benefit to date of termination as follows:
 - a. Less than 5 Years of Service: 0%.
 - b. 5 or more Years of Service: 100%.
2. Payment: Deferred to age 65. May commence benefits as early as age 50 reduced for early retirement.

Death Benefits

1. Non-vested Participants: No benefit.
2. Vested Participants:

For vested participants who die while an active employee, a Lump Sum Survivor's Benefit ("LSSB") shall be paid to the beneficiary. The LSSB for a participant is the lump sum benefit that a participant would have received had the participant terminated on the date of death, lived to the first of the next month and elected an immediate lump sum form of benefit offset by the present value of any other survivor's benefits to be paid under the terms of the Plan.

For vested former participants who die after termination, but before their annuity starting date, a LSSB shall be paid to the beneficiary. The LSSB is the lump sum the participant would have received had he/she lived to the first of the month after his/her death and had that date been his/her annuity start date.

Optional Forms of Retirement Income in Lieu of Normal Form

1. Normal Form: Single Life Annuity.
2. Automatic Form:
 - a. Unmarried participant: Normal Form.
 - b. Married participant: Joint & 50% Survivor Annuity Actuarially Equivalent to the Normal Form.
3. Optional Forms:
 - a. Joint & 75% or 100% Survivor Annuity.
 - b. Lump sum.

Pension Increases

None.

Plan Participants' Contributions

They are neither required nor permitted.

Plan Name:	Phillips 66 Retirement Plan
EIN / PN:	37-1652702/001
Plan Sponsor:	Phillips 66 Company
Valuation Date:	January 1, 2024

SCHEDULE SB ATTACHMENTS

Summary of principal plan provisions

Title VI: **Burlington Resources, Inc. Pension Plan**

Coverage and Participation

Title VI of the Plan was closed to new entrants as of March 31, 2006.

Eligible employees who were hired before January 1, 2003 became participants after completing a year of service in which 1,000 hours were worked. If these employees continued employment and did not choose to move to the Burlington Cash Balance plan, they are referred to as **"Final Average Earnings"** or **"FAE"** participants.

Eligible employees hired or rehired after January 1, 2003 became participants at the later of January 1, 2003 or their hire date. There are also FAE participants who elected to enter the Cash Balance Plan. All participants under the Cash Balance Plan are referred to as **"Cash Balance"** participants.

Credited Service

FAE Participants Only

- Prior to January 1, 1999:

Between January 1, 1989 and January 1, 1999, one year of Credited Service was granted for each year in which 1,000 hours were worked. In the employee's year of hire and termination, prorated Credited Service was granted based on the number of months worked divided by 12.

- After December 31, 1998 but prior to April 1, 2006:

Credited Service was earned for each month and year of service with Burlington Resources, Inc. For each month of service in which the employee was paid or entitled to payment and in which one hour was worked, one month of Credited Service was earned.

- After March 31, 2006:

Credited Service was/is earned for each month and year of service with Phillips 66 Company. For each month of service in which the employee was/is paid or entitled to payment and in which one hour was/is worked, one month of Credited Service was/is earned.

Vesting Service

The period beginning on the employment date and ending on the date of termination, retirement, death, or discharge. Participants become 100% vested after completion of 5 years of service (FAE Participants) or 3 years of service (Cash Balance Participants).

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Compensation/Salary

Base pay received during each plan year plus commissions, overtime, shift differential, bonus and premium holiday pay.

Final Average Compensation/Salary

FAE Participants Only

Average of the highest 36 consecutive months during the last 120 months immediate preceding retirement/termination ("FAE3").

Pay Credits for Cash Balance Participants

- Prior to January 1, 2009

Years of Service	Pay credit percent (%)
Less than 5	4%
At least 5 but less than 10	5%
At least 10 but less than 15	6%
15 or more	7%

- After December 31, 2008

None – pay credits are granted in Title II.

Interest Credits for Cash Balance Participants

- For all pay credits prior to January 1, 2009

The yield on the 10-Year Treasury Constant Maturities for the month of November immediately preceding the Plan Year, credited quarterly.

Accrued Benefit

The Accrued Benefit is calculated as follows:

FAE Participants

The monthly benefit payable is equal to the sum of the following:

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- a. 1.1% times Final Average Earnings times Credited Service.
- b. 0.5% times Final Average Earnings in excess of the "Integration level" times Credited Service.

"Integration Level" is defined to be one-third of the Social Security Taxable Wage Base in the year of termination or retirement. The Social Security Taxable Wage Base for 2009 and 2010 is \$106,800.

Special provisions apply to former participants of the Retirement Income Plan of the El Paso Natural Gas Company or the LL&E Pension Plan.

Cash Balance Participants

While a Participant, the Cash Balance Account is credited with Pay Credits each month based on the Participant's Covered Compensation paid during the month. The Cash Balance Account is credited with Interest Credits quarterly, based on the Cash Balance Account as of the last day of the prior quarter.

Normal Retirement Benefit

1. Eligibility: Age 65 and at least 5 years of participation.
2. Benefit: See 'Accrued Benefit'.
3. Normal Form of Benefit: For FAE participants, Single Life Annuity. For Cash Balance participants, the Normal Form is equal to Actuarial Equivalent of the amount in the participant's Cash Balance Account.

Late Retirement Benefit

1. Eligibility: Attainment of age 65 with at least 5 years of participation and retirement from active status.
2. Benefit: Greater of the benefit calculated using service and earnings to Late Retirement and the benefit at age 65 actuarially increased to Late Retirement Date.

Early Retirement Benefit

FAE Participants Only

1. Eligibility: Age 55 and completion of 10 or more years of Credited Service.
2. Benefit: Accrued Benefit plus special supplemental early retirement benefit of 1% times the Final Average Monthly Earnings up to the monthly integration level times Credited Service reduced by 2% for each year Early Retirement Date precedes age 65. The special supplemental early retirement benefit ends at age 65.

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3. Payment: Deferred to Age 65. Immediate payment available reduced by 2% for each year Early Retirement date precedes age 65. Employees who were participants as of December 31, 1998 will not have their benefits reduced below the benefits earned up to that date.

Disability Benefit

None.

Vested Benefits upon Termination of Service

FAE Participants

1. Benefit: A percentage of the Accrued Benefit to date of termination as follows:
 - a. Less than 5 years of Vesting Service – 0%.
 - b. 5 or more years of Vesting Service – 100%.
2. Payment: Deferred to Age 65. Immediate payment available reduced by 5% for each of the first 10 years preceding age 65 and actuarially reduced for any additional years. Employees who were participants as of December 31, 1998 will not have their benefits reduced below the benefits earned up to that date.

Cash Balance Participants

1. Benefit: A percentage of the Cash Balance Account at termination as follows:
 - a. Less than 3 years of Vesting Service – 0%.
 - b. 3 or more years of Vesting Service – 100%.
2. Payment: Deferred to Age 65. Immediate lump sum payment is available equal to the amount in the Cash Balance Account.

Death Benefits for Participants in Active Service

FAE Participants

1. Vested Married Participants: An employee is eligible if fully-vested, not eligible to retire and has been married for more than one year. The surviving spouse is entitled to 50% of the Normal Retirement income (Joint & 50% Survivor Annuity automatic form of payment) credited up to the time of death, scheduled to start on the deceased's Normal Retirement Date (may elect to begin as early as the deceased's earliest Early Retirement Date, with the appropriate early retirement reduction).
2. Active participants (post-December 31, 2008): The beneficiary of a participant who dies after becoming eligible is eligible to receive an annuity or a lump sum Actuarially Equivalent to 100% of the participant's Accrued Benefit.

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Cash Balance Participants

Death benefits are payable if the participant's death occurs while employed or after terminating with a vested benefit but before distribution of benefits. Married participants must designate their spouse as the primary beneficiary. Single participants can designate a beneficiary via filing a form with the company. If the beneficiary is not the spouse, then the Cash Balance Account will be paid to the beneficiary as a lump sum. If the beneficiary is the spouse then it will be distributed as quickly as administratively possible to the beneficiary. If the value of the Cash Balance Account is less than \$5,000, it will be distributed as a lump sum. Otherwise, the spousal beneficiary can choose to receive a lump sum or an annuity, at any date up until the participant would have turned age 65.

Optional Forms of Retirement Income in Lieu of Normal Form

1. Normal Form: For FAE participants, Single Life Annuity. For Cash Balance participants, the Normal Form is equal to Actuarial Equivalent of the amount in the participant's Cash Balance Account.
2. Automatic Form:
 - a. Unmarried participant: Normal Form.
 - b. Married participant: Joint & 50% Survivor Annuity Actuarially Equivalent to the Normal Form.
3. Optional Forms:
 - a. Lump Sum.
 - b. Joint & 25%, 50%, 75% or 100% Survivor Annuity.
 - c. 10-year Certain and Life Annuity (only available on benefits accrued through December 31, 2013)

Pension Increases

None.

Plan Participants' Contributions

They are neither required nor permitted.

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Schedule SB, Line 24 Change in Actuarial Assumptions

The lump sum rates and interest crediting rates have been updated to better reflect the current economic environment.

The assumed plan-related expenses added to the target normal cost were previously paid by the company. The assumed expenses will be the actual expenses incurred in the prior year, which are now paid from the trust.

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Schedule SB, Line 26a Schedule of Active Participant Data as of January 1, 2024

Attained Age	Attained Years of Credited Service ⁴										Total
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	217	14	0	0	0	0	0	0	0	231
	-	109,131	-	-	-	-	-	-	-	-	111,552
25-29	0	412	346	8	0	0	0	0	0	0	766
	-	118,501	137,030	-	-	-	-	-	-	-	127,133
30-34	0	384	641	354	1	0	0	0	0	0	1,380
	-	125,851	145,169	149,582	-	-	-	-	-	-	140,938
35-39	0	352	688	676	226	6	0	0	0	0	1,948
	-	131,993	151,918	154,510	173,516	-	-	-	-	-	151,784
40-44	0	272	561	526	388	115	3	0	0	0	1,865
	-	141,214	150,545	152,660	168,984	184,613	-	-	-	-	155,744
45-49	0	169	324	368	305	278	106	0	0	0	1,550
	-	143,664	161,413	161,553	170,189	175,096	177,238	-	-	-	164,774
50-54	0	154	262	307	260	222	224	93	5	0	1,527
	-	157,625	159,575	159,876	165,724	169,533	177,000	187,480	-	-	166,175
55-59	0	66	154	224	182	178	142	214	113	3	1,276
	-	159,657	157,628	153,849	160,145	172,957	170,809	190,320	178,482	-	168,349
60-64	0	40	110	154	105	107	73	85	91	64	829
	-	162,474	162,692	154,674	155,982	157,823	161,817	165,318	159,938	147,215	158,409
65-69	0	7	39	55	40	36	27	31	19	39	293
	-	-	147,209	158,471	144,456	165,501	163,092	155,089	-	151,657	156,438
70 & over	0	2	3	6	8	5	3	3	2	13	45
	-	-	-	-	-	-	-	-	-	-	152,445
Total	0	2,075	3,142	2,678	1,515	947	578	426	230	119	11,710
	-	131,545	150,901	155,050	166,553	172,085	172,773	182,060	169,633	148,908	154,719

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

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
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SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26a - Schedule of Active Participant Data for Cash Balance Plan as of January 1, 2024

Number and average account balance distributed by attained age and attained years of credited service

Attained Age	Attained Years of Credited Service ⁵										Total
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	217	14	0	0	0	0	0	0	0	231
	-	9,836	-	-	-	-	-	-	-	-	10,987
25-29	0	412	346	8	0	0	0	0	0	0	766
	-	14,690	39,703	-	-	-	-	-	-	-	26,410
30-34	0	384	641	354	1	0	0	0	0	0	1,380
	-	14,167	45,709	69,191	-	-	-	-	-	-	43,002
35-39	0	351	688	676	226	6	0	0	0	0	1,947
	-	15,753	49,222	82,299	137,267	-	-	-	-	-	65,286
40-44	0	272	561	526	388	106	3	0	0	0	1,856
	-	17,751	53,339	85,732	143,051	191,876	-	-	-	-	84,199
45-49	0	169	324	368	305	224	86	0	0	0	1,476
	-	20,415	58,631	100,301	154,434	202,604	216,423	-	-	-	115,485
50-54	0	154	262	307	260	172	137	50	3	0	1,345
	-	20,895	62,432	103,232	161,290	212,970	233,780	231,877	-	-	129,541
55-59	0	66	154	224	181	140	98	90	65	0	1,018
	-	21,766	58,657	102,029	157,027	219,203	210,400	262,573	231,051	-	149,021
60-64	0	38	110	154	105	88	47	44	51	35	672
	-	20,372	64,117	104,720	170,193	201,559	220,069	204,348	174,974	90,584	135,402
65-69	0	7	39	55	40	26	22	14	12	19	234
	-	-	59,642	121,696	143,984	242,302	188,269	-	-	-	145,312
70 & over	0	2	3	6	8	5	0	2	1	3	30
	-	-	-	-	-	-	-	-	-	-	153,668
Total	0	2,072	3,142	2,678	1,514	767	393	200	132	57	10,955
	-	15,978	51,302	89,892	151,178	207,674	219,666	235,959	210,173	123,340	90,506

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

Plan Name: Phillips 66 Retirement Plan
 EIN / PN: 37-1652702/001
 Plan Sponsor: Phillips 66 Company
 Valuation Date: January 1, 2024

FORM 5500, SCHEDULE H, ITEM 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)

PHILLIPS 66
RETIREMENT PLAN
EIN 37-1652702, PN 001

December 31, 2024

Identity of issue, borrower, Lessor, or similar party

Description of investment including maturity date, interest rate, collateral, par or maturity

	Units	Cost	Current Value
Cash and Cash Equivalents			
Canadian dollar	2,222	2,222	2,222
Euro	16,811	16,811	16,811
Hong Kong dollar	32	32	32
United States dollar	344,920	344,920	344,920
 *NT COLLECTIVE GOVT SHORT TERM INVT FD	 30,078,665	 30,078,665	 30,078,665
Subtotal	30,442,650	30,442,650	30,442,650

US Government Securities

U S TREAS SEC STRIPPED INT PMT TINT 05/15/40	1,950,000	963,926	899,706
UNITED STATES GOV NATL TREAS BD STRIPPEDPRIN PMT 4.375 05-15-2040	1,250,000	668,715	607,593
UNITED STATES OF AMER TREAS BONDS 1.5% 02-15-2053	570,000	466,394	484,939
UNITED STATES OF AMER TREAS STRIP 02-15-2045	3,640,000	1,578,128	1,373,852
UNITED STATES OF AMER TREAS STRIP 0% 02-15-2047	9,489,000	3,605,712	3,225,046
UNITED STATES OF AMER TREAS STRIP 0% 02-15-2054	28,379,000	7,923,307	7,406,493
UNITED STATES OF AMER TREAS STRIP 0% 08-15-2053	13,975,000	3,887,035	3,687,098
UNITED STATES OF AMER TREAS STRIP 0% 11-15-2053	14,880,000	4,237,560	3,931,248
UNITED STATES OF AMER TREAS STRIP 0% STRIP 02-15-2042 USD 'BOND 02/42'	1,470,000	683,022	645,446
UNITED STATES OF AMER TREAS STRIP 0% DUE 11-15-2051 REG	44,860,000	16,703,943	12,373,026
UNITED STATES OF AMER TREAS STRIP 0% STRIP 08-15-2040 USD	3,549,000	2,267,732	1,686,309
UNITED STATES OF AMER TREAS STRIP 0%02-15-2053	31,136,000	9,224,384	8,297,972
UNITED STATES OF AMER TREAS STRIP TBOND 0.0% 05-15-2053	40,388,000	11,966,715	10,678,940
UNITED STATES TREAS BD STRIPPED 08-15-2052	20,210,000	6,436,466	5,451,510
UNITED STATES TREAS BD STRIPPED DUE 08-15-2045	6,900,000	2,701,950	2,542,468
UNITED STATES TREAS BD STRIPPED PRIN 0.0% 08-15-2047	9,785,000	3,771,929	3,248,184
UNITED STATES TREAS BD STRIPPED PRIN PMT 0% DUE 05-15-2049	23,392,000	10,420,221	7,144,481
UNITED STATES TREAS BD STRIPPED PRIN PMT 0% STRIP 08-15-2041 (UNDDATE) REG	2,909,000	1,515,604	1,311,098
UNITED STATES TREAS BD STRIPPED PRIN PMT 05-15-2045	3,885,000	1,711,047	1,449,466
UNITED STATES TREAS BD STRIPPED PRIN PMT 08-15-2044	3,605,000	1,540,294	1,393,473
UNITED STATES TREAS BD STRIPPED PRIN PMT0 11-15-2040 REG	500,000	245,330	236,890
UNITED STATES TREAS BD STRIPPED PRIN PMT0.0% 11-15-2052	13,550,000	4,155,685	3,668,235
UNITED STATES TREAS BD STRIPPED PRIN PMT00080 02-15-2040 (UNDDATE) REG	1,200,000	664,320	590,783
UNITED STATES TREAS BD STRIPPED PRIN PMT00083 08-15-2040 (UNDDATE) REG	200,000	105,912	95,852

UNITED STATES TREAS BD STRIPPED PRIN PMT00085 02-15-2041 (UNDDATE) REG	500,000	260,700	234,454
UNITED STATES TREAS BD STRIPPED PRIN PMT00087 05-15-2041 (UNDDATE) REG	400,000	240,905	185,062
UNITED STATES TREAS BD STRIPPED PRIN PMT00088 08-15-2041 (UNDDATE) REG	2,605,000	1,210,306	1,188,355
UNITED STATES TREAS BD STRIPPED PRIN PMT00090 02-15-2042 (UNDDATE) REG	1,235,000	624,963	547,147
UNITED STATES TREAS BD STRIPPED PRIN PMT00098 08-15-2043 (UNDDATE) REG	4,590,200	2,003,696	1,873,731
UNITED STATES TREAS BD STRIPPED PRIN PMT00102 05-15-2044 (UNDDATE) REG	4,070,000	2,114,525	1,596,897
UNITED STATES TREAS BD STRIPPED PRIN PMT00104 ZCPN DUE 11-15-2044 REG	12,085,000	5,131,449	4,613,551
UNITED STATES TREAS BD STRIPPED PRIN PMT00109 11-15-2045 (UNDDATE) REG	10,600,000	4,249,126	3,860,736
UNITED STATES TREAS BD STRIPPED PRIN PMT00110 02-15-2046 (UNDDATE) REG	7,800,000	3,106,420	2,797,824
UNITED STATES TREAS BD STRIPPED PRIN PMT00112 05-15-2046 (UNDDATE) REG	6,350,000	2,656,474	2,246,439
UNITED STATES TREAS BD STRIPPED PRIN PMT00113 08-15-2046 (UNDDATE) REG	14,203,000	5,507,265	4,961,957
UNITED STATES TREAS BD STRIPPED PRIN PMT00114 11-15-2046 (UNDDATE) REG	2,360,000	936,920	814,599
UNITED STATES TREAS BD STRIPPED PRIN PMT00117 05-15-2047	10,687,000	4,288,697	3,593,258
UNITED STATES TREAS BD STRIPPED PRIN PMT00122 05-15-2048 (UNDDATE) REG	10,301,000	3,864,559	3,285,254
UNITED STATES TREAS BD STRIPPED PRIN PMT00123 08-15-2048 (UNDDATE) REG	23,525,000	9,356,387	7,416,006
UNITED STATES TREAS BD STRIPPED PRIN PMT02-15-2044 REG	5,986,300	3,021,986	2,380,916
UNITED STATES TREAS BD STRIPPED PRIN PMT11-15-2041 REG	300,000	152,313	134,614
UNITED STATES TREAS BD STRIPPED PRIN PMT15/02/2052 02-15-2052 (UNDDATE) BEO	37,560,000	12,580,478	10,279,165
UNITED STATES TREAS BD STRIPPED PRIN PMTZCP 11-15-2043 REG	3,412,900	1,548,473	1,376,631
UNITED STATES TREAS BD STRIPPED PRIN PMTZCP DUE 02-15-2043	9,721,000	4,438,165	4,062,191
UNITED STATES TREAS SEC STRIP 02-15-2046	1,250,000	546,830	431,932
UNITED STATES TREAS SEC STRIP 0% 05-15-2054	1,939,000	576,193	492,412
UNITED STATES TREAS SEC STRIP 0% STRIP 02-15-2048	7,233,000	2,468,309	2,270,991
UNITED STATES TREAS SEC STRIP 0% STRIP 11-15-2047	7,571,000	2,731,854	2,407,735
UNITED STATES TREAS SEC STRIP DISC NT 02-15-2049	9,584,000	5,045,276	2,858,194
UNITED STATES TREAS SEC STRIPPED 11-15-2048	7,310,000	2,416,358	2,214,617
UNITED STATES TREAS SEC STRIPPED INT PMT 00124 05-15-2046	1,750,000	610,680	597,274
UNITED STATES TREAS SEC STRIPPED INT PMT 00130 08-15-2046	3,791,000	1,611,114	1,278,228
UNITED STATES TREAS SEC STRIPPED INT PMT 11-15-2045	1,250,000	551,408	437,450
UNITED STATES TREAS SEC STRIPPED INT PMT 08-15-2045 (UNDDATE) REG	5,889,000	2,649,295	2,085,598
UNITED STATES TREAS SEC STRIPPED INT PMT 0.0% 05-15-2049	3,250,000	1,081,415	961,048
UNITED STATES TREAS SEC STRIPPED INT PMT0% DUE 08-15-2051 REG	500,000	148,940	134,666
UNITED STATES TREAS SEC STRIPPED INT PMT0% STRIP 15/05/2048 USD 05-15-2048	1,000,000	324,130	309,992
UNITED STATES TREAS SEC STRIPPED INT PMT0% STRIP 15/08/2049 USD 08-15-2049	500,000	156,290	146,146
UNITED STATES TREAS SEC STRIPPED INT PMT0.0% 11-15-2049	2,536,000	901,595	731,864
UNITED STATES TREAS SEC STRIPPED INT PMT00122 02-15-2040 (UNDDATE) REG	1,850,000	920,394	864,746
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 02-15-2045 (UNDDATE) REG	2,260,000	1,196,802	821,110
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 05-15-2041	20,057,000	10,554,634	8,763,168
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 05-15-2042 (UNDDATE) REG	8,485,000	3,954,900	3,524,758

UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 08-15-2041 (UNDDATE) REG		3,049,000	1,461,914	1,312,107
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT ON 11-15-2046 (UNDDATE) REG		2,650,000	949,173	884,190
UNITED STATES TREAS SEC STRIPPED INT PMTNT 194 08-15-2040 (UNDDATE) REG		3,234,000	1,596,689	1,472,887
UNITED STATES TREAS SEC STRIPPED INT PMTNT 218 05-15-2045 (UNDDATE) REG		4,018,000	1,951,908	1,443,173
UNITED STATES TREAS SEC STRIPPED ZERO COUPON 08-15-2048		5,519,000	1,791,812	1,688,320
US TREAS BD STRIPPED PRIN 08-15-2042 REG		3,273,000	1,586,278	1,406,439
US TREAS BD STRIPPED PRIN PMT 05-15-2043REG		8,456,000	3,895,555	3,486,657
US TREAS BD STRIPPED PRIN PMT STRIPPED PRIN PMT 11-15-2042 REG		3,480,000	1,576,516	1,471,732
US TREAS SEC 0 DUE 11-15-2041		8,001,000	4,000,507	3,407,592
US TREAS SEC STRIPPED INT PMT NT 200 0 11-15-2040 REG		5,967,000	3,435,184	2,679,856
US TREAS SEC STRIPPED INT PMT ZCP NT 2060 2-15-2041 REG		1,765,000	1,065,657	781,864
UTD STATES TREAS BD STRIPPED PRIN DTD 05/16/2022 0% 05-15-2052		22,302,000	7,417,717	6,068,811
UTD STATES TREAS BD STRIPPED PRIN DTD 05/31/2022 0% 05-15-2042		500,000	224,715	218,129
UTD STATES TREAS BD STRIPPED PRIN DTD 08/15/2024 0% 08-15-2054		23,690,000	6,634,334	6,080,601
UTD STATES TREAS BD STRIPPED PRIN DTD 11/30/2021 0% 11-15-2041		2,133,000	1,050,183	947,402
UTD STATES TREAS SEC STRIPPED INT GENERIC TINT PMT 0% 02-15-2050		500,000	154,390	143,315
UTD STATES TREAS SEC STRIPPED INT GENERIC TINT PMT 0% 05-15-2050		800,000	245,448	226,866
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2041		2,424,000	1,114,892	1,122,187
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2042		7,249,000	3,393,579	3,049,426
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2043		2,654,000	1,224,150	1,061,672
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2044		6,509,000	2,480,142	2,481,065
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2047		2,430,000	967,413	799,782
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2048		16,541,000	6,217,401	5,341,270
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2049		23,332,900	9,687,017	7,205,767
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2050		12,145,100	5,290,457	3,596,186
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2051		39,475,000	17,938,100	11,210,587
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2052		2,439,000	745,114	649,614
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2041		2,200,000	1,084,830	1,008,842
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2043		5,873,000	2,453,181	2,323,137
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2044		1,605,000	921,880	604,922
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2047		2,740,000	1,005,347	892,798
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2050		17,896,000	8,216,098	5,280,247
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2051		26,408,000	9,681,990	7,448,785
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2054		17,289,000	5,009,057	4,490,632
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2042		2,360,000	1,115,565	968,947
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2043		3,782,000	1,702,770	1,475,538
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2044		3,508,000	1,507,452	1,304,050
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2047		6,818,000	2,369,221	2,193,901
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2049		11,588,000	5,230,235	3,490,325
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2050		40,015,800	18,296,354	11,545,691
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2051		34,747,000	14,380,613	9,681,988
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2040		4,654,000	2,151,684	2,182,854
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2042		2,591,000	1,333,440	1,048,769
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2043		2,201,000	1,000,284	849,858
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2044		8,731,000	3,964,706	3,209,969
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2047		19,692,000	7,740,096	6,464,175
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2048		12,281,000	4,802,322	3,834,176

UTD STATES TREAS ZERO CPN 0% DUE	11-15-2049	11,800,000	5,247,589	3,526,294
UTD STATES TREAS ZERO CPN 0% DUE	11-15-2050	45,219,000	22,074,601	12,974,782
UTD STATES TREAS ZERO CPN 0% DUE	11-15-2051	500,000	148,415	133,604
UTD STATES TREAS ZERO CPN 1.85% DUE	05-15-2040	2,812,000	1,383,692	1,354,538

Subtotal		1,039,815,200	414,103,222	329,737,143
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Corporate Stock - Common

*JPMORGAN CHASE & CO COM		17,230	1,945,530	4,130,203
*NORTHERN TR CORP COM		18,459	1,703,044	1,892,048
*WELLS FARGO & CO NEW COM STK		46,270	1,748,413	3,250,005
ABB LTD CHF0.12 (REGD)		51,363	1,468,912	2,781,112
ADR RYANAIR HLDGS PLC SPONSORED ADR NEW		28,682	1,086,773	1,250,248
ADR SMITH & NEPHEW GROUP P L C SPONSORED ADR NEW		93,091	2,459,413	2,288,177
AECOM		3,917	290,878	418,414
AIA GROUP LTD NPV		218,200	2,041,778	1,581,455
AIR PROD & CHEM INC COM		20,128	4,738,253	5,837,925
AIRBUS SE EUR1		16,896	2,385,437	2,708,001
ALLSTATE CORP COM		6,788	795,412	1,308,659
ALPHABET INC CAPITAL STOCK USD0.001 CL A		7,605	840,758	1,439,627
AMERICAN EXPRESS CO		5,807	978,636	1,723,460
AMERICAN INTERNATIONAL GROUP INC COM		22,330	1,063,196	1,625,624
AON PLC		10,731	1,844,330	3,854,146
APTIV PLC NEW ORD USD0.01		22,490	2,235,954	1,360,195
ARAMARK COM		21,797	472,215	813,246
ARGEN X SE		1,671	1,019,872	1,038,192
ASHTED GROUP ORD GBP0.10		22,577	1,593,161	1,403,875
ASML HOLDING NV EUR0.09		5,978	3,847,207	4,201,302
AVANTOR INC COM		93,221	2,057,231	1,964,166
AXALTA COATING SYSTEMS LTD COM USD1.00		41,997	1,247,466	1,437,137
BANCO COM POR SA NPV		3,619,649	1,505,983	1,741,764
BANK N S HALIFAX COM STK		52,922	2,507,568	2,842,970
BANK OF AMERICA CORP		61,609	2,420,225	2,707,716
BAWAG GROUP AG COMMON STOCK		24,796	1,771,478	2,083,628
BAYCURRENT INC NPV		56,900	1,630,359	1,926,114
BROADCOM INC COM		1,851	125,719	429,136
CARLSBERG SER'B'DKK20		19,124	2,337,642	1,832,309
CARNIVAL CORP COM PAIRED		122,434	1,967,797	3,051,055
CDN PAC KANS CY COM NPV		30,578	2,451,069	2,212,876
CELLNEX TELECOM SA EUR0.25		3,059	136,622	96,643
CHUBB LTD ORD CHF24.15		11,587	1,745,581	3,201,488
CIE DE ST-GOBAIN EUR4		13,570	1,289,951	1,204,234
CMB TECH NV		2	—	20
COCA-COLA EUROPACIFIC PARTNERS		31,661	1,433,909	2,431,881
COCA-COLA EUROPACIFIC PARTNERS ORD EUR0.01		42,509	1,799,014	3,301,355
COGNIZANT TECH SOLUTIONS CORP CL A		13,169	864,016	1,012,696
COMCAST CORP NEW-CL A		50,872	1,892,551	1,909,226
COMPASS GROUP ORD GBP0.1105		71,315	1,288,459	2,377,563
CONOCOPHILLIPS COM		10,392	760,257	1,030,575
CRH ORD EUR 0.32		51,609	3,536,005	4,774,865
CTS EVENTIM AG & C NPV		22,159	1,583,959	1,873,512
CVS HEALTH CORP COM		37,489	2,784,783	1,682,881
DAVIDE CAMPARI MIL EUR0.01		163,993	1,366,769	1,021,945

DISCO CORPORATION NPV	4,600	1,309,090	1,250,687
DUPONT DE NEMOURS INC COMMON STOCK	26,252	1,981,201	2,001,715
ELECTR ARTS COM	7,187	904,254	1,051,458
ELEMENT FLEET MGMT COM NPV	97,580	2,044,823	1,971,683
ELEVANCE HEALTH INC	3,342	526,351	1,232,864
ENBRIDGE INC COM	121,855	4,584,293	5,170,307
ENERGIAS DE PORTUGAL SA EUR1(REGD)	391,186	1,811,548	1,252,081
ENGIE COMSTK	121,958	1,818,158	1,933,462
ENTERGY CORP NEW COM	72,276	3,569,785	5,479,966
EXPERIAN ORD USD0.10	43,071	1,612,115	1,858,306
EXXON MOBIL CORP COM	17,953	1,753,185	1,931,204
FASTIGHETS AB BALD SER'B'NPV	20,609	147,397	143,247
FIDELITY NATL INFORMATION SVCS INC COM STK	61,208	3,984,622	4,943,770
FORTIVE CORP COM MON STOCK	13,538	1,019,044	1,015,350
GENERAL DYNAMICS CORP COM	9,177	1,655,505	2,418,048
GERRESHEIMER AG NPV (BR)	12,817	1,383,977	942,312
HALLIBURTON CO COM	52,058	1,692,204	1,415,457
HENSOLDT AG COM	58,018	866,993	2,072,679
HESS CORP COM STK	28,261	2,567,086	3,758,996
HEXAGON AB SER'B'NPV	153,452	1,408,750	1,466,573
HOYA CORP NPV	9,800	1,160,225	1,235,601
HUNT J B TRANS SVCS INC COM	7,637	1,305,413	1,303,330
ICON PLC COM	14,599	3,549,614	3,061,556
INFINEON TECHNOLOG ORD NPV (REGD)	29,995	1,233,132	975,278
INFORMA PLC (GB) ORD GBP0.001	241,346	1,954,300	2,413,258
INTL FLAVORS & FRAGRANCES INC COM	12,161	1,301,375	1,028,213
ISRAEL DISCOUNT BK ILS0.10	468,432	1,454,317	3,203,745
JACOBS SOLUTIONS INC COM	9,979	1,123,181	1,333,394
JAMES HARDIE INDUSTRIES PLC	58,949	2,147,556	1,827,468
JASON GROUP INC. COMMON STOCK	15	351,852	—
JD SPORTS FASHION ORD GBP0.0005	394,695	719,932	474,049
JOHNSON CTLS INTL PLC COM USD0.01	47,150	3,163,689	3,721,550
KEURIG DR PEPPER INC COM	81,182	2,582,124	2,607,566
KEYENCE CORP NPV	3,000	1,271,882	1,233,711
KOBE BUSSAN CO LTD NPV	47,500	1,402,278	1,039,705
KRAFT HEINZ CO COM	48,352	1,751,499	1,484,890
L3HARRIS TECHNOLOGIES INC COM	6,457	1,348,509	1,357,778
LAS VEGAS SANDS CORP COM STK	47,701	2,175,192	2,449,923
LITHIA MTRS INC COM CL A	5,644	1,636,395	2,017,335
LONDON STOCK EXCHANGE GROUP ORD GBP0.06918604	20,773	2,321,234	2,935,918
M & T BK CORP COM	4,318	673,321	811,827
MARRIOTT VACATIONS WORLDWIDE CORP COM	586	98,980	52,623
MEDTRONIC PLC COMMON STOCK STOCK	79,373	7,043,731	6,340,315
MERCK & CO INC NEW COM	44,263	3,239,561	4,403,283
MERCK KGAA NPV	16,757	2,917,522	2,427,527
MICROCHIP TECHNOLOGY INC COM	14,800	855,611	848,780
MITSUBISHI ESTATE CO LTD	12,600	204,578	176,421
MITSUMI FUDOSAN CO LTD NPV	34,900	259,259	282,025
MIZUHO FINANCIAL GROUP NPV	123,100	2,616,060	3,033,636
MOLSON COORS BEVERAGE COMPANY COM USD0.01 CLASS B	31,392	1,727,080	1,799,389
MTU AERO ENGINES A NPV (REGD)	7,369	1,998,231	2,457,053
NATIONAL GRID ORD GBP0.12431289	107,670	1,292,611	1,281,036
NEXTDC LTD NPV	9,738	79,079	90,861
NIPPON SANJO HOLDINGS CORP	90,500	2,398,154	2,547,544
NOVO NORDISK A/S SER'B'DKK0.1	52,344	4,204,029	4,536,926

OBIC BUSINESS CONS NPV	29,800	1,384,748	1,315,174
OCCIDENTAL PETE CORP WT EXP	1,726	—	47,551
ORACLE CORP COM	8,870	475,139	1,478,097
PARTNERS GROUP HLG CHF0.01 (REGD)	902	1,329,985	1,224,232
PERMIAN RES CORP CL A	74,931	1,065,277	1,077,508
PHILIP MORRIS INTL COM STK NPV	43,412	3,622,116	5,224,634
PHOENIX FINANCE LTD	130,314	1,331,751	1,901,966
PINNACLE W. CAP CORP COM	42,264	3,085,796	3,582,719
PLAINS GP HLDGS L P LTD PARTNER INT CL ANEW INT LTD PARTNER INT CL A NEW INT	99,818	1,247,977	1,834,655
PROCTER & GAMBLE COM NPV	9,470	1,267,989	1,587,646
PUMA SE NPV	42,609	1,943,591	1,957,235
PVTPL SERTA SIMMONS BEDDING LLC	27,430	559,505	—
QUALCOMM INC COM	13,500	1,430,389	2,073,870
RELX PLC	85,492	2,220,521	3,885,577
RENESAS ELECTRONICS CORPORATION NPV	134,300	1,496,075	1,748,823
SAMPO OYJ/SH CL COMMON STOCK	47,198	1,795,911	1,924,640
SANOFI SPONSORED ADR	80,649	3,907,715	3,889,701
SANRIO CO LTD NPV	68,800	1,379,524	2,425,248
SHIMADZU CORP NPV	49,500	1,366,397	1,405,062
SUN HUNG KAI PROP NPV	16,000	209,144	153,760
SUNCOR ENERGY INC COM NPV 'NEW'	26,695	751,426	952,385
TECHNICOLOR SA	100	129,541	134,226
TECHTRONIC INDUSTR NPV	143,500	1,990,642	1,893,518
THE CIGNA GROUP	6,538	1,339,095	1,805,403
TOROMONT INDUSTRIE COM STK NPV	24,936	1,271,661	1,970,329
TYSON FOODS INC CL A COM (DELAWARE)	20,508	1,041,124	1,177,980
ULVAC INC NPV	28,700	1,889,602	1,126,013
UNICREDIT SPA NPV	67,704	1,917,386	2,700,891
UNITEDHEALTH GROUP INC COM	8,324	3,259,052	4,210,779
US BANCORP	17,249	737,458	825,020
UTEX INDUSTRIES INC COMMON EQUITY	3,367	176,411	123,316
VALERO ENERGY CORP COM STK NEW	12,924	1,022,563	1,584,353
VAT GROUP AG CHF0.10 (REGD)	4,363	2,357,091	1,650,357
VONOVIA SE NPV	9,921	325,899	301,210
WHARF REAL ESTATE HKD0.1	16,000	60,220	40,907
WHLBORGS FAST. AB NPV	13,532	95,615	128,348
WILLIS TOWERS WATSON PLC COM USD0.000115	4,189	881,033	1,312,162
WIX.COM LTD COM ILS0.01	12,099	1,682,224	2,595,840
WPP PLC ORD GBP0.10	146,382	1,563,536	1,516,863
WSP GLOBAL INC COM NPV	7,351	1,318,468	1,292,942
WYNN RESORTS LTD COM	13,998	1,333,067	1,206,068
XCEL ENERGY INC COM	61,019	3,861,175	4,120,003
ADVANCE RES INV REIT	27	60,773	50,234
ALLIED PROPS REAL TRUST UNITS	6,750	210,504	80,491
AMERICAN HEALTHCARE REIT INC COM	4,675	117,341	132,864
AMERICAN HOMES 4 RENT COMMON STOCK	9,394	229,176	351,523
AMERICAN TOWER CORP	946	203,402	173,506
AMERICOLD RLTY TR INC COM	7,816	216,565	167,262
AVALONBAY CMNTYS REIT	2,428	427,537	534,087
BANCO ACTINVER SA CBFI (PROLOGIS)	9,240	17,392	25,734
BIG YELLOW GROUP (PLACING) ORD GBP0.10	4,280	52,718	51,458
BROADSTONE NET LEASE INC COM USD0.00025	7,766	134,789	123,169
CDN APARTMENT PROP TRUST UNITS	3,486	129,980	103,329
COPT DEFENSE PROPERTIES COM STK USD0.01	2,214	59,315	68,523

COUSINS PPTYS INC		4,872	166,752	149,278
DAIWA HOUSE REIT INVESTMENT CO		52	142,848	76,696
DIGITAL RLTY TR INC COM		1,779	173,131	315,470
EQTY LIFESTYLE PPTYS INC REIT		2,450	171,765	163,169
EQTY RESDNTL EFF 5/15/02		4,088	273,574	293,355
EQUINIX INC COM PAR \$0.001		982	723,897	925,918
ESSEX PPTY TR REIT		773	188,163	220,645
EXTRA SPACE STORAGE INC COM		3,325	394,918	497,420
GAMING & LEISURE PPTYS INC COM		3,623	181,972	174,484
GECINA SA EUR7.50		972	159,277	91,038
GLP J-REIT REIT		94	112,796	73,808
GOODMAN GROUP	NPV	23,287	373,280	513,863
HEALTHPEAK OP LLC		9,807	220,326	198,788
INTERRENT REAL EST TRUST UNITS		5,650	59,453	39,875
INVINCIBLE INVESTMENTS	CORP REIT	139	56,451	58,551
INVITATION HOMES INC COM		11,055	269,076	353,428
KEPPEL DC REIT		65,223	105,934	104,227
KILROY RLTY CORP COM		2,598	178,252	105,089
KLEPIERRE EUR1.40		8,475	241,081	243,969
LINEAGE INC COM		1,156	93,954	67,707
LINK REAL ESTATE INVESTMENT TRUST UNITS		31,990	228,286	135,283
MAPLETREE IND TST NPV (REIT)		74,910	147,874	121,354
MAPLETREE LOGISTIC NPV (REIT)		94,144	113,338	87,643
MID-AMER APT CMNTYS INC COM		14,257	1,904,281	2,203,704
MIRVAC GROUP STAPLED SECURITIES		70,817	104,183	82,212
NATIONAL STORAGE R REIT STAPLED UNIT		52,002	84,775	75,341
NIPPON ACCOMMODATI REIT		9	49,619	33,615
NIPPON BUILDING FD REIT		145	124,621	112,930
NIPPON PROLOGIS RE REIT		57	101,807	80,843
NNN REIT INC		3,121	132,065	127,493
PROLOGIS INC COM		33,809	3,651,428	3,573,611
PUB STORAGE COM		14,628	3,987,920	4,380,208
REGENCY CTRS CORP COM		4,482	282,708	331,354
RETAIL OPPORTUNITY INVTS CORP COM STK		7,549	103,139	131,051
REXFORD INDL RLTY INC COM		5,077	189,621	196,277
RYMAN HOSPITALITY PPTYS INC COM		2,081	204,341	217,132
SABRA HEALTH CARE REIT INC COM		10,840	173,165	187,749
SAFESTORE HLDGS ORD GBP0.01		10,000	71,058	80,655
SEGRO PLC ORD GBP0.10		24,601	217,699	216,042
SEKISUI HOUSE REIT REIT		162	121,233	79,681
STOCKLAND NPV (STAPLED)		65,715	176,211	195,300
TERRENO RLTY CORP		1,668	93,826	98,646
UNIBAIL-RODAMCO-WESTFIELD		1,644	120,842	123,796
UNITE GROUP ORD GBP0.25		10865	125263	109743
VENTAS INC REIT		9640	530722	567700
VICI PPTYS INC COM		70632	2115427	2063161
VORNADO RLTY TR COM		3223	130487	135495
WELLTOWER INC COM REIT		6357	439794	801173

Subtotal		11,282,183	257,261,436	297,642,509
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Corporate Debt

1011778 B.C. UNLIMITED LIABILITY COMPANY SNR SEC TM LN B6 09-20-2030	318,506	317,710	316,582
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19TH HOLDINGS GOLF, LLC DUE 01-27-2029 BEO	390,985	388,045	383,818
AAMSPEC PARENT LLC TERM LOAN B SR SEC 12-12-2031	225,986	224,856	227,115
AAP BUYER INC TERM LOAN B SENIOR SECURED 08-01-2031	191,274	190,796	192,469
ACTION ENVIRONMENTAL GROUP, INC., THE TL SR SECD TL 10-05-2030	98,992	98,358	99,982
ADIENT US LLC TERM LOAN B2 SN SEC TRM LN 01-26-2031	12,597	12,597	12,635
ADMI CORP (AKA ASPEN DENTAL) TERM LOAN B3 SR SEC TL 12-23-2027 USD	124,650	122,257	122,313
ADMI CORP. (AKA ASPEN DENTAL) AMENDMENT NO. 4 REFINANCING T L DUE 12-23-2027 BEO	195,209	184,493	190,735
AI AQUA MERGER SUB, INC. TERM LOAN B 06-16-2028	486,071	484,110	486,071
AI AQUA MERGER SUB INC TERM LOAN B SENIOR SECURED 07-31-2028	28,446	28,446	28,446
AIP RD BUYER CORP. TERM B LOAN (FIRST LIEN) TERM LOAN SENIOR SECURED 12-22-28	340,156	323,148	339,731
AIR NEWCO LLC TERM B LOAN DUE 09-18-2026 BEO	480,833	477,834	460,998
AL GCX HOLDINGS LLC TERM LOAN B SENIOR SECURED DUE 04-20-2029 BEO	78,339	78,045	78,672
AL NGPL HOLDINGS, LLC INITIAL TERM LOAN 04-14-2028	368,020	361,166	368,635
ALBION FINANCING 3 S.A R.L. (ALBION FINANCING LLC) TL B SENIOR SECURED 08-17-29	175,509	175,509	176,971
ALIXPARTNERS, LLP INITIAL DOLLAR TERM LOAN SENIOR SECURED 02-04-2028	393,112	392,333	394,260
ALLIED UNIVERSAL HOLDCO LLC INITIAL U.S.DOLLAR TERM LOAN DUE 05-12-2028 BEO	737,911	732,466	739,689
ALTERRA MOUNTAIN COMPANY SENIOR SECURED TL 05-31-2030	145,441	144,714	146,441
ALTERRA MOUNTAIN COMPANY SENIOR SECURED TL 08-17-2028	429,225	432,980	431,641
ALTICE FINANCING S.A. FIRST LIEN TERM LOAN DUE 10-31-2027 BEO	294,985	289,086	245,330
AMAZON HOLDCO INC SEVEN-YEAR TERM LOAN SENIOR SECURED TLB 07-30-2031	937,500	935,156	933,591
AMERICAN BUILDERS & CONTRACTORS SUPPLY CO INC TERM LOAN 01-22-2031	496,250	495,629	497,491
AMWINS GROUP, LLC FLTGT RT TBL 02-17-2028	809,371	803,766	811,427
ANKURA CONSULTING GROUP LLC TERM LOAN 03-17-2028	578,374	575,014	578,374
ANTICIMEX GLOBAL AB TERM LOAN B SENIOR SECURED 11-16-2028	397,000	397,000	399,481
APPLE BIDCO LLC SENIOR SECURED TERM LOAN 09-22-2028	197,924	195,945	199,038
APPLIED SYSTEMS, INC. TERM LOAN SR SECD TL 02-07-2031	740,138	740,726	746,785
AQ CARVER BUYER INC 2023 IL REFINANCING TERM LN SR SECD TERM LN 8-2-29	354,569	348,806	353,682
ARAMSCO, INC. INITIAL DELAYED DRAW TERMLOAN SR SECD TL 10-05-2030	11,107	10,621	10,293
ARAMSCO, INC. TERM LOAN SENIOR SECURED TERM LOAN10-05-2030	196,750	189,797	182,322
ARCIS GOLF LLC TL SEN 11-24-2028	315,748	313,666	319,301
ARCOSA INC TERM LOAN SENIOR SECURED 08-12-2031	277,451	277,452	279,360
ARDONAGH MIDCO 3 LIMITED SYNDICATED FACILITY B(USD) SENIOR SCD TL 02-17-2031	374,639	372,766	376,512
ASCEND PERFORMANCE MATERIALS OPERATIONS LLC 08-27-2026	156,861	155,242	133,223
ASCENSUS GROUP HOLDINGS INC TLB SENIOR SECURED TERM LOAN 08-02-2028	644,252	641,670	649,084
ASP BLADE HOLDINGS INC SECURED TERM LOANB DUE 10-07-2028 BEO	134,489	133,817	77,908
ASPIRE BAKERIES HOLDINGS LLC TERM LOAN SENIOR SECURED 12-13-2030	254,395	252,251	256,303
ASSUREDPARTNERS, INC TERM LOAN B5 SR SECD TL 02-08-2031	1,140,995	1,143,855	1,142,490
ASTEROID PVT 8.5% DUE 11-15-2029	150,000	150,000	151,389
ASTRA ACQUISITION CORP INITIAL TRANCHE B SENIOR SECURED TERM LOAN 10-25-2028	270,223	269,780	13,511

ASTRA ACQUISITION CORP NEW MONEY TRANCHEA TERM LOAN SR SECD 02-25-2028	220,129	214,673	143,084
ATHENAHEALTH GROUP INC. INITIAL TERM LOAN SENIOR SECURED DUE 02-15-2029	739,388	720,461	740,180
ATLAS CC ACQUISITION CORP. TERM LOAN B DUE 04-28-2028 BEO	493,013	401,777	329,333
ATLAS CC ACQUISITION CORP. TERM LOAN C DUE 02-28-2028 BEO	100,274	81,717	66,983
AUTOKINITON US HOLDINGS INC TERM LOAN B SENIOR SECURED TERM LOAN 04-06-2028	427,423	425,110	424,149
AVIENT CORPORATION TERM LOAN B SENIOR SECURED 08-29-2029	117,770	117,770	118,090
AZALEA TOPCO, INC TERM LOAN B SEN SEC 04-30-2031	66,230	65,567	66,354
BARENTZ INTERNATIONAL B.V (USD) TERM LOAN SENIOR SECURED 03-30-2031	208,194	207,153	208,846
BAYOU INTERMEDIATE II LLC TERM LOAN B SR SECURED TL 05-13-2028 USD	197,039	192,106	196,546
BCP RENAISSANCE PARENT LLC TLB3 10-31-2028	399,429	398,707	402,009
BCPE PEQUOD BUYER INC TL 09-19-2031	338,889	337,194	341,370
BELFOR HOLDINGS INC. (USD) TERM LOAN B SENIOR SECURED TERM LOAN 10-25-2030	212,942	210,812	215,071
BELRON FINANCE US LLC USD TERM LOAN B SENIOR SECURED 10-01-2031	822,938	820,880	829,628
BERLIN PACKAGING LLC TL 05-09-2031	219,450	218,901	220,523
BIFM CA BUYER INC TLB SENIOR SECURED 05-31-2028	645,668	627,975	650,510
BIP PIPECO HOLDINGS LLC TERM LOAN SENIOR SECURED TERM LOAN 10-05-2030	254,882	254,482	255,392
BLERIOT US BIDCO INC 2023 TERM LOAN SENIOR SECURED TERM LOAN 10-30-2028	411,632	410,913	413,497
BOOST NEWCO BORROWER LLC TERM LOAN SENIOR SECURED 01-31-2031	878,233	878,233	881,711
BROWN GROUP HOLDINGS, LLC INITIAL TERM LOAN DUE 06-07-2028	451,740	447,779	453,081
BROWN GROUP HOLDINGS, LLC TLB2 DUE 07-08-2029 BEO	288,770	287,004	289,411
CACI INTERNATIONAL INC TERM LOAN B SENIOR SECURED 10-17-2031	176,271	175,831	176,382
CAESARS ENTERTAINMENT, INC. TERM B1 LOANSR SECD TL 01-27-2031	505,801	504,537	505,958
CAMELOT US ACQUISITION LLC AMENDMENT NO.6 REFINANCING TL SR SECD TL 01-31-2031	402,307	401,180	401,680
CAST & CREW PAYROLL LLC LIEN1 TL DUE 12-08-2028 BEO	731,150	724,814	707,505
CCC INTELLIGENT SOLUTIONS INC. DUE 09-17-2028	296,183	296,183	297,030
CCI BUYER INC INITIAL TERM LOAN FIRST LIEN SENIOR SECURED 12-17-2027	60,856	59,940	60,834
CE INTERMEDIATE I LLC TERM LOAN DUE 11-10-2028 BEO	496,173	491,361	497,206
CEDAR FAIR LP TERM LOAN 04-18-2031	666,376	666,711	667,415
CELESTIAL-SATURN PARENT INC TERM LOAN DUE 06-02-2028 BEO	792,832	767,142	781,788
CELESTICA INC TERM LOAN B SENIOR SECURED TERM LOAN 06-20-2031	612,377	612,999	613,143
CERTARA HOLDCO, INC. SR SEC INITIAL TERM LOAN 06-26-2031	349,697	349,697	349,697
CHART INDUSTRIES INC SEN SEC 1ST LIEN TERM LOAN 03-15-2030	274,475	274,727	275,277
CHG HEALTHCARE SERVICES INC TLB2 09-29-2028	397,990	397,990	400,808
CHRYSAOR BIDCO S A R L SENIOR SECURED TERM LOAN B (USD) 05-14-2031	42,751	42,750	43,040
CHRYSAOR BIDCO SA RL DELAYED TL 05-14-2031	3,162	3,162	3,183
CIENA CORP REFINANCING TERM LOAN (2020) 09-26-2025	358,951	357,784	359,848
CITADEL SECS LP TLB 10-31-2031	598,628	592,470	599,987
CITCO FUNDING LLC TLB TERM LOAN 04-27-2028	248,747	249,994	250,478
CLARIOS GLOBAL LP SENIOR SECURED TERM LOAN B 06-05-2030	569,733	570,923	571,443
CLARK EQUIPMENT COMPANY DOOSAN BOBCAT/DOOSAN INFRA 6/24 TL 04-20-2029	75,082	75,082	75,238
CLEAN HARBORS INC TERM LOAN B SENIOR SECURED 10-09-2028	176,614	176,393	177,850
COHERENT CORP TERM LOAN B SENIOR SECURED 07-02-2029	470,446	470,549	470,935

COMMERCEHUB INC 2022 INCREMENTAL LN SNR SCD TL 12-29-2027	157,480	149,981	154,068
COMMERCEHUB INC INITIAL TERM LOAN (FIRST LIEN) DUE 12-29-2027 BEO	287,105	287,960	271,762
COMMScope INC TERM LOAN FIRST LIEN SENIOR SECURED 12-18-2029	240,801	239,385	243,361
CONCENTRA HEALTH SERVICES INC TLB 06-26-2031	249,375	249,063	250,934
CONNECTWISE LLC TLB DUE 09-24-2028 BEO	507,432	500,383	510,076
CONSTR PARTNERS INC SENIOR SECURED TERM LOAN B 10-29-2031	105,720	105,455	106,051
CORE & MAIN LP TRANCHE D TERM LOAN SENIOR SECURED TERM LOAN 07-27-2028	679,557	674,292	679,842
COREL CORPORATION (COREL INC) INITIAL TERM LOAN (FIRST LIEN) DUE 07-02-2026 BEO	254,327	254,109	211,887
CORNERSTONE BUILDING BRANDS INC TERM LOAN B DUE 04-12-2028 BEO	440,135	427,082	419,339
CORNERSTONE ONDEMAND INC INITIAL TERM LOAN (FIRST LIEN) SR SECD TL 10-16-2028	435,021	424,967	380,861
CORPAY TECHNOLOGIES OPERATING COMPANY LLC TERM B-5 LOAN 04-28-2028	303,014	302,383	302,527
CORPORATION SERVICE COMPANY INITIAL TRANCHE B USD TERM LN SR SECU 11-02-2023	194,171	188,346	195,022
CPI HOLDCO B LLC TL 05-10-2031	598,500	597,004	596,788
CPI HOLDCO B LLC TLB 05-16-2031	187,264	186,328	187,030
CPM HOLDINGS, INC. - TERM LOAN SENIOR SECURED TERM LOAN 09-22-2028	375,116	373,447	363,030
CQP HOLDCO LP TL SENIOR SECURED 12-31-2030	715,191	715,787	715,906
CUBE INDLS BUYER INC SENIOR SECURED TLB 10-09-2031	260,390	260,489	261,692
CVET MIDCO 2 L.P. INITIAL TERM LOAN FIRST LIEN SENIOR SEC 10-13-2029	305,923	290,801	293,515
DAYFORCE, INC. TERM LOAN B SENIOR SECURED 03-03-2031	796,000	795,503	799,980
DECHRA PHARMACEUTICALS HLDGS LTD TLB 04/12/2031	76,108	75,917	76,560
DEERFIELD DAKOTA HOLD LLC FKA CORP AKA DUFF & PHELPS TLB 03-05-2027	153,294	148,291	149,653
DEXKO GLOBAL INC TERM LOAN 10-04-2028	49,872	47,752	46,999
DRW HOLDINGS LLC TLB SENIOR SECURED TERM LOAN 06-17-2031	485,088	483,322	484,685
EAGLEVIEW TECHNOLOGY CORPORATION TERM LOAN DUE 08-14-2025 BEO	472,838	442,170	446,387
EIG INVESTORS CORP. FLTG RT TBL 01-27-2028	—	—	—
EMG UTICA MIDSTREAM HOLDINGS LLC TLB SENIOR SECURED 10-24-2029	147,936	146,457	148,491
ENERGIZER HOLDINGS INC TERM LOAN SENIOR SECURED 12-22-2027	456,574	457,716	457,003
ENTAIN HOLDINGS (GIBRALTAR) LIMITED TERM LOAN (USD) DUE 03-29-2027 BEO	98,469	98,469	98,695
ENTAIN PLC TERM LOAN (USD) SENIOR SECURED TL 10-31-2029	296,252	293,290	296,869
EP PURCHASER, LLC 2023 INCREMENTAL TERM LOAN 06-11-2028	21,253	21,199	21,306
EPIC CRUDE SERVICES LP TERM LOAN SENIOR SECURED 10-15-2031	150,000	149,250	151,179
EQUINITI GROUP PLC TERM LOAN B (USD) DUE 10-29-2028	389,494	385,090	393,875
ESCAPE VELOCITY HOLDINGS, INC. INITIAL TERM LOAN (FIRST LIEN) 10-08-2028	497,442	498,064	495,890
EVERCOMMERCE SOLUTIONS INC. TERM LOAN 07-06-2028 BEO	243,978	243,367	245,503
EVEREST SUBBIDCO TLB2 SENIOR SECURED 08/12/2031	66,222	65,560	65,808
EVEREST SUBBIDCO USD TLB1 SENIOR SECURED 08/12/2031	132,943	131,613	132,112
EVERTEC GROUP LLC TERM LOAN B SECOND SECURED TERM LN 12/10/2030	315,000	310,275	319,331
FERTITTA ENTERTAINMENT LLC INITIAL B TERM LN SENIOR SECURED TERM LOAN 01-27-2029	269,011	268,847	269,786
FINCO I LLC 2024 REPLACEMENT TERM LOAN SENIOR SECURED 06-27-2029	386,593	386,521	387,656
FINTHRIVE SOFTWARE INTER HOLDINGS INC TLA 12-17-2028	75,292	70,317	74,288
FINTHRIVE SOFTWARE INTER HOLDINGS INC TRANCHE B TERM LOAN FIRST LIEN 12-17-2028	275,597	269,792	272,152

FINTHRIVE SOFTWARE INTERMEDIATE HOLDINGSTRANCHE C TERM LOAN 12-17-2028	194,755	190,761	167,489
FIRST ADVANTAGE HLDGS LLC SENIOR SECURED TLB 09-19-2031	402,748	400,951	406,651
FIRST BRANDS GROUP LLC 2021 TERM LOAN FIRST LIEN 03-30-2027	225,506	225,655	211,225
FIRST BRANDS GRP LLC INCREMENTAL TERM LOAN SENIOR SECURED TRM LOAN 3-30-27	123,789	123,321	115,666
FLEET MIDCO I LIMITED TLB SENIOR SECURED 02-21-2031	93,588	93,120	94,056
FLEETPRIDE INC TERM B LOAN (FIRST LIEN) SENIOR SECURED TERM LOAN 09-27-2028	73,328	72,228	68,046
FLEXSYS HOLDINGS INC INITIAL TERM LOAN (FIRST LIEN) SNR SECD TL 11-01-2028	193,019	189,159	147,177
FLYNN RESTAURANT GROUP LP SERIES 2021 TERM LOAN (FIRST LIEN) DUE 12-01-2028	597,765	591,699	599,409
FOCUS FINANCIAL PARTNERS LLC DELAYED DRAW TERM LOAN SENIOR SECURED TL 09-11-2031	28,920	28,920	29,162
FOCUS FINANCIAL PARTNERS LLC TERM LOAN B-8 SENIOR SECURED 09-11-2031	269,266	268,593	271,520
FORM TECH LLC TERM LOAN 04-15-2030	400,000	390,000	391,000
FORM TECHNOLOGIES LLC FLTG RT TBL 07-22-2025	147,698	137,703	144,744
FORMULA ONE MANAGEMENT DELAYED DRAW TERM LOAN B-2 SENIOR SECURED 09-10-2031	109,978	109,978	110,143
FORMULA ONE MANAGEMENT LIMITED TERM LOAN B1 SENIOR SECURED 09-10-2031	219,955	219,955	220,285
FOUNDATION BUILDING MATERIALS HOLDING COMPANY LLC TERM LOAN 01-31-2028	507,991	502,475	499,522
FRANKLIN SQUARE HOLDINGS L P TERM B LOANSENIOR SECURED 04-18-2031	36,968	36,737	37,153
FUGUE FINANCE B.V TERM LOAN (FIRST LIEN)12-05-2031	145,751	145,751	146,905
FUGUE FINANCE LLC TERM LOAN SNR SECD TL 01-31-2028	279,544	277,591	281,758
GALAXY US OPCO INC. INITIAL TERM LOAN DUE 04-19-2029 BEO	330,915	314,088	292,860
GENERAC POWER SYSTEMS TERM LOAN TL 06-12-2031	112,906	112,765	113,471
GENESEE & WY INC TLB 04-04-2031	573,563	570,695	571,870
GEOSYNTEC CONSULTANTS INC TERM LOAN SENIOR SECURED 07-24-2031	150,000	149,250	150,938
GFL ENVIRONMENTAL INC 2024 REFINANCING TERM LOAN SENIOR SECURED TL 07-03-2031	170,651	170,224	170,837
GIP PILOT ACQUISITION PARTNERS LP AMEN NO 1 REFINANCING TL SR SECD 10-4-30	186,885	186,762	187,820
GLASS CONTAINER ACQUISITION LLC TERM LOAN 12-07-2025	430,882	429,316	323,161
GO DADDY OPERATING COMPANY LLC TRM LN B 5 SENIOR SECURED TRM LN 11-09-2029	415,209	414,690	414,914
GOLDEN STATE FOODS LLC TLB SENIOR SECURED 10-07-2031	263,776	261,797	265,836
GOOSEHEAD INS HLDGS LLC TLB 12-11-2031	172,612	172,180	173,475
GRINDING MEDIA INC TERM LOAN B (FIRST LIEN) 10-12-2028	335,954	331,806	337,214
GUGGENHEIM PRTNRS INVEST MGMT HLDGS LLC TERM LOAN B SENIOR SECURED 11-26-2031	203,762	203,253	204,271
GULFSIDE SUPPLY INC TLB 05-29-2031	225,735	225,573	226,468
GYP HOLDINGS III CORP 2024 REFINANCING TERM LOAN SR SECD TL 05-12-2030	299,520	298,843	299,709
HARBOURVEST PARTNERS L P 2024 B TERM LOAN SENIOR SECURED TL 04-18-2030	284,851	281,893	285,207
HERSCHEND ENTERTAINMENT COMPANY LLC TERM LOAN SR SEC TL 08-27-2028	530,119	531,480	531,667
HEXION HOLDINGS CORPORATION TLB 03-15-2029	311,181	305,497	310,939
HIGHTOWER HOLDING LLC TLB TERM LOAN 04-21-2028	413,181	409,876	414,731
HILTON DOMESTIC OPERATING CO INC. TERM LOAN B4 SR SECD TL 11-06-2030	497,011	495,995	499,188
HUB INTL LTD TERM LOAN 06-20-2030	1,170,374	1,170,358	1,176,226
HUDSON RIVER TRADING LLC TLB 03-18-2030	451,412	447,186	452,540
HYPERION REFINANCE S.A R.L (USD) TERM LOAN B SENIOR SECURED 02-15-2031	802,063	797,692	806,619

IDEMIA GROUP B5 TERM LOAN SENIOR SECURED TERM LOAN 01-19-2029	557,698	545,668	563,275
IGT HOLDING IV AB TERM LOAN (USD) DUE 03-31-2028	151,065	150,687	151,631
INEOS ENTERPRISES HOLDINGS US FINCO LLC TERM LN B USD SR SECD TERM LN 06-23-2030	297,000	292,545	297,371
INEOS QUATTRO HLDGS UK LTD (USD) TERM LOAN B SENIOR SECURED 10-01-2031	76,365	75,601	77,033
INEOS US FINANCE LLC NEW USD TERM LOAN B SENIOR SECURED 02-10-2030	299,507	298,077	300,576
INEOS US FINANCE LLC TERM LOAN B SENIOR SECURED 02-07-2031	129,088	127,797	129,976
INEOS US PETROCHEM LLC USD TL SENIOR SEC TRM LN 03-09-2029	222,320	217,874	223,710
INGRAM MICRO INC SENIOR SECURED TERM LOAN 09-22-2031	282,273	282,454	283,684
INSTALLED BUILDING PRODUCTS INC TRANCH EB-3 TERM LOAN SENIOR SECURED 03-28-2031	243,323	243,018	243,476
INSULET CORPORATION 2024-A INCREMENTAL TERM LOAN SENIOR SECURED 08-04-2031	294,904	294,167	296,305
IRB HOLDING CORPORATION TLB 12-15-2027	1,007,890	997,590	1,008,112
JAGGAER LLC TERM LOAN SR SEC 10-08-2032	86,986	86,769	86,551
JANE STR GROUP LLC 1ST LIEN TERM LOAN SENIOR SECURED 12-11-2031	510,935	508,319	508,728
JASON GROUP INC. FLTGT RT TBL 08-28-2025	134,016	130,390	119,945
JEFFERIES FIN LLC TLB 10-09-2031	143,416	141,982	143,865
JOHN BEAN TECHNOLOGIES CORPORATION TERM LOAN B SENIOR SECURED 10-09-2031	49,878	49,753	50,127
JOHNSTONE SUPPLY LLC TLB 06-09-2031	186,277	186,234	186,696
K MAC HOLDINGS CORP. DUE 06-23-2028	453,468	453,926	455,568
KBR INC TERM B FACILITY SENIOR SECURED TERM LOAN 01-17-2031	283,857	283,224	284,238
KKR APPLE BIDCO LLC TERM LOAN DUE 09-22-2028	194,478	190,578	195,345
KODIAK BP LLC TERM LOAN B SENIOR SECURED 11-26-2031	340,000	338,300	339,878
LASERSHIP INC TRANCHE B1 TERM LOAN SENIOR SECURED 01-02-2029	526,486	530,135	397,497
LASERSHIP, INC TRANCHE A TERM LOAN 01-02-2029	165,904	155,553	172,437
LASERSHIP, INC. TRANCHE C TERM LOAN SR SEC 01-02-2029	48,718	50,769	38,325
LASERSHIP, INC. TRANCHE E TERM LOAN SR SEC 01-02-2029	93,251	97,178	34,192
LEIA FINCO US LLC SR SEC TERM LOAN 07-02-2031	250,000	248,125	249,570
LERNEN BIDCO LIMITED TERM LOAN B SENIOR SECURED 10-01-2031	41,627	41,419	42,044
LGC LTD TERM LOAN (USD) 01-20-2027	224,039	220,687	222,500
LIGHT AND WONDER INTERNATIONAL INC 2024 REFINANCED TL SR SEC 04-16-2029	379,137	368,024	380,153
LS GROUP OPCO ACQUISITION LLC TERM LOAN B SENIOR SECURED TERM LOAN 04-15-2031	350,196	349,800	351,617
LSF12 BADGER BIDCO LLC TERM LOAN B SENIOR SECURED TL 07-25-2030	294,408	285,576	289,256
LTI HOLDINGS INC TERM LOAN B SENIOR SECURED 07-19-2029	60,062	59,236	60,092
LUXEMBOURG INVESTMENT COMPANY 428 S.A.R.L. TBL 10-20-2028 BEO	330,448	326,137	4,544
M6 ETX HOLDINGS II MIDCO LLC - TERM LOAN B 08-10-2029 BEO	99,840	97,344	100,179
MADISON SAFETY FLOW LLC TERM LOAN B SENIOR SECURED 09-19-2031	84,059	83,848	84,610
MAJORDRIVE HOLDINGS IV LLC TERM LOAN 05-12-2028	90,726	90,991	88,264
MARCEL BIDCO LLC TLB 11-11-2030	290,777	286,415	294,412
MAUSER PACKAGING SOLUTIONS HOLDING COMPANY TL B SR SECURED 04-15-2027	634,393	630,718	638,244
MAXLINEAR, INC. COV-LITE TERM LOAN B 06-16-2028	250,000	250,000	240,235
MH SUB I LLC MICRO HOLDING CORP 2023 MAY INCREMENTAL TL SR SEC TL 04-25-2028	562,031	558,894	561,930
MINERALS TECHNOLOGIES INC SENIOR MEZZANINE TERM LOAN B 11-12-2031	172,752	172,536	173,184
MINIMAX VIKING FAC BID 31/07/2028	393,451	394,159	395,991

MIRION TECHNOLOGIES INC TERM LOAN (FIRST LIEN) SENIOR SECURED 10-20-2028	350,203	350,203	351,187
MISTER CAR WASH HOLDINGS INC TERM LOAN SENIOR SECURED 03-21-2031	178,912	178,912	179,583
MITNICK CORPORATE PURCHASER INC TERM LOAN SENIOR SECURED DUE 05-02-2029 BEO	345,051	321,415	320,152
MIWD HOLDCO II LLC TERM LOAN SENIOR SECURED 03-20-2031	120,974	120,369	122,015
MKS INSTRUMENTS INC (USD) TLB 08-17-2029	341,835	340,521	342,478
MOSEL BIDCO SE TERM LOAN (USD) SENIOR SECURED TERM LOAN 07-31-2030	97,777	96,799	98,755
MOTION FINCO SARL (USD) DOLLAR DENOMINATED TL SENIOR SECURED TL 11-30-2029	381,291	380,209	376,525
MRC GLOBAL US INC SENIOR SECURED TERM LOAN B 10-24-2031	39,136	38,940	39,429
NEON MAPLE US DEBT MERGERSUB INC TERM LOAN B1 07-18-2031	361,087	357,927	361,426
NGP XI MIDSTREAM HOLDINGS LLC NGP MIDSTREAM TLB SR SECRD TL 07-17-2031	291,667	288,750	293,854
NIC ACQUISITION CORP FLTGT RT TBL 12-29-2027	138,999	132,690	123,998
NOMAD FOODS LTD TERM LOAN B-4 SENIOR SECURED TERM LOAN 11-08-2029	396,000	396,495	396,824
OLDCASTLE BUILDINGENVELOPE, INC. TERM LOAN B SENIOR SECURED 04-14-2029	118,025	107,039	116,603
ONEDIGITAL BORROWER LLC TERM LOAN (FIRSTLIEN) SENIOR SECURED 06-13-2031	612,996	609,911	613,781
ONEDIGITAL BORROWER LLC TERM LOAN (SECOND LIEN) SENIOR SECURED TL 06-14-2032	200,000	199,000	198,876
OPEN TEXT CORPORATION 2023 REPLACEMENT TERM LOAN SENIOR SECURED TL 01-31-2030	548,173	533,784	547,899
OSMOSE UTILITIES SERVICES INC TERM LOAN DUE 06-17-2028	172,587	171,938	172,696
OVER DRIVE INC NEW FIRST LIEN TL SR SECDTL 12-08-2028 BEO	104,557	103,963	105,184
OVG BUSINESS SERVICES LLC TLB SENIOR SECURED TERM LOAN 06-14-2031	399,000	397,005	399,499
PACIFIC DENTAL SERVICES LLC TERM LOAN B SENIOR SECURED 03-07-2031	362,984	362,344	365,082
PAINT INTERMEDIATE III LLC INITIAL TERM B LOAN SENIOR SECURED 09-11-2031	84,650	84,227	84,968
PAR PETROLEUM LLC INITIAL LOAN (FIRST LIEN) SENIOR SECD TERM LOAN 02-28-2030	127,739	125,823	127,260
PATAGONIA HOLDCO LLC AMENDMENT NO.1 TM LN SENR SECURED TM LN DUE 08-01-2029	425,194	348,659	376,509
PENN NATIONAL GAMING INC TERM LOAN B DUE05-03-2029 BEO	106,033	106,298	106,298
PERATON CORP. FLTGT RT TBL 02-26-2029	146,567	113,589	118,139
PERATON CORP. TERM B LOAN (FIRST LIEN) DUE 02-01-2028 BEO	955,569	940,419	887,284
PIKE CORP FLTGT RT TBL 01-21-2028	100,000	100,000	100,670
PLASTIPAK HOLDINGS INC TRANCHE B TERM LOAN SENIOR SECURED 12-01-2028	359,059	357,264	360,021
PMHC II, INC. INITIAL TERM LOAN SENIOR SECURED TERM LOAN 04-23-2029	614,656	575,790	604,926
PODS FDG CORP II PODS, INC. DUE 03-31-2028 BEO	349,098	324,937	325,733
POINTCLICKCARE TECH INC TLB SENIOR SECURED 10-10-2031	213,002	210,407	214,067
POLAR US BORROWER LLC SENIOR SECURED TERM B-1 LOAN 10-16-2028	215,621	206,901	154,600
POLARIS NEWCO LLC TLB LIEN1 06-02-2028 USD	934,994	931,626	935,948
PRECISION MEDICINE GROUP, LLC FLTGT RT TBL 11-18-2027	168,004	165,778	167,742
PRO MACH GROUP INC TERM LOAN B SENIOR SECURED 08-31-2028	122,794	122,794	123,695
PROAMPAC PG BORROWER LLC TERM LOAN SENIOR SECURED 09-15-2028	872,463	868,858	874,208
PROJECT RUBY ULTIMATE PARENT CORP TERM LOAN B SENIOR SECURED 03-10-2028	347,557	347,246	348,787
PROTECTIVE INDUSTRIAL PRODUCTS, INC. FLTGT RT TBL 12-29-2027	248,711	248,089	248,400
PVTPL JONES DESLAURIERS INS MGMT INC 8.5% 03-15-2030	400,000	400,000	420,984

PVTPL LEVEL 3 FING INC 3.875% DUE 10-15-2030 BEO	125,000	86,563	99,763
PVTPL STONEX GROUP INC 7.875% 03-01-2031	250,000	250,000	261,451
PVTPL TRIMAS CORP 4.125% DUE 04-15-2029/03-29-2021 BEO	275,000	275,000	252,380
PVTPL VFH PARENT LLC 7.5% 06-15-2031	140,000	140,000	143,997
QUEST SOFTWARE US HOLDINGS INC INITIAL TERM LN SR SECD TERM LN 02-01-2029	1,222,586	1,025,000	609,386
QUIKRETE HOLDINGS INC (2031) TERM LOAN BSENIOR SECURED TERM LOAN 03-25-2031	248,125	247,505	247,842
QUIKRETE HOLDINGS INC TRANCHE B-2 TERM LOAN FIRST LIEN SR SEC 03-19-2029	297,750	297,750	297,408
RADIOLOGY PARTNERS INC TERM LOAN B SENIOR SECURED 01-31-2029	318,262	308,647	313,806
RAISING CANES RESTAURANTS LLC TERM LOAN B SENIOR SECURED	237,710	237,525	238,304
REALPAGE INC INITIAL TERM LOAN (FIRST LIEN) DUE 04-24-2028 BEO	765,493	756,720	763,235
REDSTONE INITIAL TERM LOAN (FIRST LIEN) DUE 04-27-2028 BEO	300,346	288,357	177,366
REORLD HOLDING CORPORATION TERM LOAN B SENIOR SECURED 11-30-2028	—	—	—
REYNOLDS CONSUMER PRODUCTS, INC. TERM LOAN 01-29-2027	424,796	425,327	425,896
ROCKPOINT GAS STORAGE PARTNERS LP TLB SENIOR SECURED 09-12-2031	331,178	327,866	332,999
RVR DEALERSHIP HOLDINGS, LLC TERM LOAN SENIOR SECURED 02-08-2028	394,543	394,376	371,151
RYAN SPECIALTY LLC 2024 TERM LOAN SENIORSECURED 09-11-2031	746,134	747,690	747,999
RYMAN HOSPITALITY PTYS INC SENIOR SECURED TLB 05-18-2030	191,019	189,586	190,839
RYMAN HOSPITALITY PROPERTIES INC TERM LOAN B SENIOR SECURED 05-18-2030	(478)	(478)	(477)
SANDISK CORPORATION TERM LOAN B SENIOR SECURED 13-15-2031	683,920	673,661	671,096
SAVAGE ENTERPRISES LLC TLB 1 SENIOR SECURED 09-15-2028	178,380	177,934	179,433
SBA SENIOR FINANCE II LLC INITIAL TERM LOAN SR SECD TL 01-25-2031	662,231	661,510	662,006
SEAWORLD PARKS & ENTERTAINMENT INC TERM LOAN B-3 SENIOR SECURED 11-19-2031	653,433	648,010	651,257
SEDGWICK CLAIMS MANAGEMENT SERVICES INC SENIOR SECURED TERM LOAN 02-24-2028	872,036	865,204	876,396
SELECT MED CORP TERM LOAN B SENIOR SECURED 11-18-2031	70,813	70,725	70,961
SERTA SIMMONS BEDDING LLC INITIAL TERM LOAN SENIOR SECURED 06-29-2028	6,178	6,070	6,147
SERTA SIMMONS BEDDING LLC INITIAL TERM LOAN SENIOR SECURED TERM LOAN 06-29-2028	56,621	81,024	47,582
SERVICE LOGIC ACQUISITION INC TLB 10-29-2027	148,483	148,483	149,319
SHARP SERVICES LLC TLB SENIOR SECURED 12-31-2028	423,314	420,667	426,755
SIGNIA AEROSPACE LLC DELAYED TL 11-21-2031	43,077	42,969	42,996
SIGNIA AEROSPACE LLC TERM LOAN SENIOR SECURED 11-21-2031	516,923	515,631	515,956
SK NEPTUNE HUSKY FINANCE SARL INITIAL TERM LOAN 04-30-2024	71,674	59,712	53,755
SKILLSOFT FINANCE II INC INITIAL TERM LOAN DUE 07-14-2028 BEO	368,393	362,867	320,450
SOLARWINDS HOLDINGS INC TERM LOAN B SENIOR SECURED 02-05-2030	500,000	501,875	502,085
SOLANT LOWER INTERMEDIATE LLC COV-LITE TL SENIOR SECURED 06-20-2031	328,245	329,065	324,962
SONRAVA HEALTH HOLDINGS LLC SECOND-OUT TL TRANCHE A SR SECD 08-18-2028	519,332	268,385	211,197
SONRAVA HEALTH HOLDINGS LLC SR SEC FIRST-OUT TERM LOAN (TRANCHE A-1) 18/05/2028	132,064	112,867	132,890
SOTERA HEALTH HOLDINGS LLC TERM B LOAN SENIOR SECURED TERM LOAN 05-23-2031	164,476	163,800	164,579
SOUTHERN VETERINARY PARTNERS LLC TL SNR SCD 10-31-2031	292,117	289,460	293,869

SOVOS COMPLIANCE LLC (FKA TAXWARE LLC) INITIAL TL(FIRST LIEN) 08-11-2028	115,557	111,657	116,253
SRAM CORP SRAM, LLC TERM LOAN B 05-12-2028	354,172	352,819	355,649
SS&C TECHNOLOGIES HLDGS INC TERM LN B-8 SNR SECD 04-29-2031	616,968	620,081	618,363
STARWOOD PROPERTY MORTGAGE LLC TERM LOANB SENIOR SECURED 11-18-2027	64,909	64,909	64,747
STARWOOD PROPERTY MORTGAGE, L.L.C. (USD)TLB TERM LOAN SR SEC 12-12-2029	264,960	264,298	263,967
STARWOOD PROPERTY TRUST, INC. TERM LOAN 07-10-2026	292,024	283,240	292,024
STORABLE INC INITIAL TERM LOAN (FIRST LIEN) DUE 04-17-2028 BEO	388,147	386,691	390,452
SUMMIT ACQUISITION INC TERM LOAN B SENIOR SECURED 10-10-2031	123,312	122,695	123,928
SUMMIT MATERIALS LLC INCREMENTAL TL B SENR SEC TL 11-30-2028	211,973	211,443	212,011
SURGERY CENTER HOLDINGS, INC SENIOR SECURED TERM LOAN B 12-19-2030	330,769	328,380	333,028
SYCAMORE BUYER LLC FIRST LIEN TERM LOAN BDUE 09-24-2028 BEO	239,873	233,260	239,648
SYNECHRON INC TERM LOAN B SENIOR SECURED 09-26-2031	199,378	197,384	200,624
TACALA INVESTMENT CORP TLB 01-31-2031	440,039	438,939	442,604
TECHNIMARK LLC TERM LOAN DUE 06-30-2028 BEO	564,564	563,234	563,508
TEMPO ACQUISITION, LLC SIXTH INCREMENTAL TERM LOAN SENIOR SECURED 08-31-2028	608,703	608,703	610,511
TEMPUR SEALY INTL INC TLB 10-03-2031	300,000	298,500	300,468
TENEO HOLDINGS LLC TERM LOAN B SENIOR SECURED 03-11-2031	103,637	102,601	104,458
THERAPY BRANDS HOLDING LLC TERM LOAN (FIRST LIEN) 05-12-2028	407,185	405,149	343,562
THEVELIA (US) LLC TERM LOAN B SENIOR SECURED TERM LOAN 06-18-2029	401,486	396,784	403,493
TI GROUP AUTOMOTIVE SYSTMS, L.L.C. RFINANCNG US TL SR SEC TL 12-16-2026 USD	424,435	426,463	424,703
TKO GROUP HLDGS INC SNR SCD TLB 11-14-2031	831,584	830,545	835,177
TMS INTERNATIONAL CORP TLB TERM LOAN 03-02-2030	299,064	299,812	300,933
TOPGOLF CALLAWAY BRANDS CORP 03-15-2030	554,808	549,729	551,801
TRANS UN LLC TERM LOAN B8 SENIOR SECURED 06-11-2031	402,023	401,018	401,143
TRANSDIGM INC TERM LOAN J SR SECD TL 02-14-2031	557,590	558,168	558,342
TRAVERSE MIDSTREAM PARTNERS LLC TERM LOAN(FIRST LIEN) SENIOR SECURED 02-16-2028	377,479	377,951	378,895
TRC COMPANIES INC TERM LOAN DUE 11-17-2028 BEO	248,087	248,397	249,947
TRICORBRAUN INC CLOSING DATE INITIAL TERM LOAN (FIRST LIEN)DUE 03-03-2028	551,293	548,822	550,395
TTM TECHNOLOGIES INC TLB SENIOR SECURED 05-30-2030	138,077	136,696	138,019
ULTRA CLEAN HOLDINGS INC TERM LOAN B SENIOR SECURED 02-28-2028	214,221	214,100	215,695
UNITED TALENT AGENCY, LLC TERM LOAN B SENIOR SECURED 07-07-2028	223,313	223,313	224,429
US RADIOLOGY SPECIALISTS INC US OUTPAT IENT US RADI SEN SEC TL 12-15-2027	616,699	614,281	619,937
VANTAGE SPECIALTY CHEMICALS INC TERM LN B SR SECD TERM LN 10-26-2026	494,361	490,036	486,946
VERTIV GROUP CORPORATION TERM LOAN B FIRST LIEN SENIOR SECURED 03-02-2027	634,573	627,657	634,706
VESTIS CORP TERM LOAN SENIOR SECURED 02-15-2031	108,540	108,269	108,608
VETSTRATEGY CANADA HOLDINGS INC TLB 12-12-2028	30,927	30,308	31,139
VFH PARENT LLC TERM LOAN B SENIOR SECURED 06-13-2031	750,000	748,125	751,410
VIRGIN MEDIA BRISTOL LLC TERM LOAN 01-03-2028	130,608	126,719	129,574
VIRGIN MEDIA BRISTOL LLC TERM LOAN Q DUE01-31-2029 BEO	450,012	444,443	447,060
VIRTUSA CORPORATION TERM LOAN SENIOR SECURED 02-15-2029	240,069	232,708	241,495
VS BUYER LLC TERM LOAN B SENIOR SECURED 04-12-2031	553,812	546,515	557,273

WAND NEWCO 3 INC TERM LOAN B SENIOR SECURED TERM LOAN 01-30-2031	40,879	40,652	41,005
WAYSTAR TECHNOLOGIES INC TERM LOAN B SENIOR SECURED 10-22-2029	77,218	77,121	77,443
WEBPROS LUXEMBOURG S.A.R.L. TERM LOAN SENIOR SECURED 03-19-2031	160,457	160,618	161,561
WEX INC TERM B-2 LOAN SENIOR SECURED 04-03-2028	392,473	391,981	391,912
WHATABRANDS LLC TERM LOAN B SENIOR SECURED 08-03-2028	287,891	288,723	288,168
WHITE CAP SUPPLY HOLDINGS LLC TRANCHE C TERM LOAN SENIOR SECURED TL 06-13-2029	473,037	473,628	473,429
WILLIAM MORRIS ENDEAVOR ENTMT LLC (IMG HLDNGS, LLC) TERM B-1 LN 05-18-25	1,030,124	965,857	1,031,412
WMG ACQUISITION CORP TLB SENIOR SECURED 01-24-2031	750,000	751,250	747,750
WOOF HOLDINGS, INC. TERM LOAN 12-21-2027 BEO	334,062	334,477	210,042
WORLD WIDE TECH HLDG CO LLC 2024-2 REFINANCING TRM LN SR SECD 3-1-30	29,923	29,923	29,961
WRENCH GROUP LLC TERM LOAN DUE 04-15-2026	381,159	378,155	364,959
WYNDHAM HOTELS RESORTS INC TERM LOAN 05-24-2030	348,250	347,815	348,375
XIF GMBH WALKER & DUNLOP, INC. TERM LOANB DUE 12-16-2028 BEO	292,322	289,759	292,687
XPO, INC. TERM LOAN B SR SECD TL 02-28-2031	125,000	125,000	125,245
ZIGGO B.V. TERM I LOAN 04-15-2028	400,000	395,375	397,852
ZOOMINFO LLC 2024 SPECIFIED REFINANCING (FIRST LIEN) SR SECRD TL 02-28-2030	520,334	519,552	516,759
ZUORA INC TERM LOAN 12-13-2031	407,769	405,730	405,730

Subtotal	111,799,144	110,152,428	108,586,065
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Common Collective Trust

*CF ALPHA TILTS FUND TILTS FUND	180,322	40,706,543	170,741,088
*CF CF BLACKROCK HIGH YIELD BOND FUND	8,488,577	87,929,272	122,433,073
*CF GQG PARTNERS INTL EQTY CIT CL C	7,675,578	81,905,578	122,271,962
*CF GSTCO EMER MRKT EQ INSIGHTS FD	2,557,848	26,208,865	35,681,978
*CF GSTCO INTERNATIONAL EQ INSIGHTS FD	8,584,596	90,976,785	131,000,935
*CF JPMCB EMERGING MARKETS - EQUITY FD	555,522	16,120,695	34,414,616
*CF JPMCB US SMALL COMPANY EQUITY FD	3,415,580	30,306,484	94,679,875
*CF L&G GLOBAL CORE INFRASTRUCTURE CIT FD	139,626	14,856,167	22,302,402
*CF MFS EMERGING MARKETS EQUITY FD 1	2,961,241	29,865,390	35,771,785
*CF PRUDENTIAL EMERGING MARKETS DEBT FD 74439N303	7,873,511	145,724,890	121,392,658
*MFB NT COLLECTIVE RUSSELL 1000 GROWTH INDEX FUND - NON LENDING	135,959	46,447,273	179,013,896

Subtotal	42,568,360	611,047,942	1,069,704,268
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Real estate and Infrastructure investments

*CF JPMCB STRATEGIC PROPERTY FUND SEC	7,935,300	92,839,168	87,732,679
*HARRISON STREET CORE PROPERTY FUND C, L.P	29,412,421	29,412,421	29,026,034
*IIF ERISA HEDGE FUND LP	140,176,896	140,176,895	161,234,007

Subtotal	177,524,617	262,428,484	277,992,720
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Total	2,114,105,355
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* Party-in-interest

PHILLIPS 66 RETIREMENT PLAN
FORM 5500, SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
Year ended December 31, 2024

Name of plan sponsor: Phillips 66 Company
Employer identification number: 37-1652702
Three-digit plan number: 001

Category (iii) - Series of transactions in Excess of 5% of the beginning Plan Assets

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset (Include Interest Rate and Maturity in Case of a Loan)	Purchase Price	Selling Price	Lease Rental	Expense incurred with transaction	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
NT COLLECTIVE GOVT SHORT TERM INVT FD	—	\$376,782,822	—	—	—	\$376,782,822	\$376,782,822	—
NT COLLECTIVE GOVT SHORT TERM INVT FD	—	—	\$ 379,615,405	—	—	\$379,615,405	\$379,615,405	—

Note: There were no category (i), (ii) or (iv) transactions during the year ended December 31, 2024.

PHILLIPS 66 RETIREMENT PLAN

FINANCIAL STATEMENTS

AND

SUPPLEMENTAL SCHEDULES

AS OF DECEMBER 31, 2024, AND 2023, AND FOR THE
YEAR ENDED DECEMBER 31, 2024

WITH

REPORT OF INDEPENDENT AUDITORS

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Phillips 66 Retirement Plan

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Report of Independent Auditors

To the Plan Administrators of Phillips 66 Retirement Plan

Opinion

We have audited the financial statements of the Phillips 66 Retirement Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2024, and the related notes (collectively referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2024 and 2023, and the changes in its net assets available for benefits for the year ended December 31, 2024, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor’s Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

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

Supplemental Schedules Required by ERISA

Our audits were conducted for the purpose of forming an opinion of the financial statements as a whole. The supplemental schedules of assets (held at end of year) as of December 31, 2024, and loans or fixed income obligations in default or classified as uncollectible and reportable transactions for the year then ended, (referred to as the "supplemental schedules"), are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

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

/s/ Ernst & Young LLP

October 7, 2025

Statements of Net Assets Available for Benefits
Phillips 66 Retirement Plan

At December 31	Dollars	
	2024	2023
Assets		
Investments at fair value		
Cash and cash equivalents	\$ 30,442,650	33,353,357
U.S government securities	329,737,143	387,580,824
Equity securities and preferred stock	297,642,509	294,449,624
Corporate debt securities	108,586,065	100,318,268
Common collective trusts	1,069,704,268	1,020,871,235
Real estate and infrastructure investments	277,992,720	311,209,543
Total Investments	2,114,105,355	2,147,782,851
Receivables		
Employer contributions	88,000,000	—
Securities sold	3,764,962	7,712,106
Interest	549,078	572,239
Dividends	1,204,919	1,259,654
Common collective trusts	129,481	523,383
Foreign currency contracts	—	60,476
Other	96,195	112,478
Total Receivables	93,744,635	10,240,336
Total Assets	2,207,849,990	2,158,023,187
Liabilities		
Payables	7,457,533	11,396,589
Foreign currency contracts	—	60,431
Total Liabilities	7,457,533	11,457,020
Net Assets Available for Benefits	\$ 2,200,392,457	2,146,566,167

See Notes to Financial Statements.

Statement of Changes in Net Assets Available for Benefits**Phillips 66 Retirement Plan**

		Dollars
Year Ended December 31, 2024		
Additions		
Employer contributions	\$	88,000,000
Investment income		
Interest		9,329,239
Dividends		6,155,619
Net appreciation in fair value of investments		142,859,533
Other income		4,385,937
Net Additions		250,730,328
Deductions		
Benefits paid		189,573,210
Administrative expenses		7,330,828
Total Deductions		196,904,038
Net Increase		53,826,290
Net Assets Available for Benefits		
Beginning of Year		2,146,566,167
End of Year	\$	2,200,392,457

See Notes to Financial Statements.

Note 1—Plan Description

The following description of the Phillips 66 Retirement Plan (the Plan) is subject to and qualified by the more complete information appearing in the Plan document.

General

Any subsidiary or affiliate of Phillips 66 Company, (Phillips 66 or the Company) may participate in the Plan upon the approval of the Company. Participating employers in the Plan are hereafter referred to collectively as the Company.

The Plan is a noncontributory defined benefit plan covering most employees on the Company's U.S. payroll. The Plan excludes leased employees and employees participating in foreign pension plans maintained or contributed to by the Company. No employee contributions are required or allowed under the Plan. Contributions to the Plan are held under the provisions of a trust agreement. The Plan includes transfer provisions with respect to plans of subsidiary and affiliated companies.

The Plan is composed of the following (collectively "Titles"):

- Phillips 66 Retirement Plan – Main Title
- Phillips Retirement Income Plan – Title I
- Phillips 66 Cash Balance Account – Title II
- Tosco Pension Plan – Title III
- Retirement Plan of Conoco – Title IV
- Burlington Resources Inc. Pension Plan – Title VI

The Plan, inclusive of all its Titles, is a single defined benefit plan intended to be qualified under Section 401(a) of the Internal Revenue Code of 1986, as amended, and to satisfy the requirements of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation (PBGC) if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits and certain disability and survivors' benefits. The amount of benefit protection is subject to a maximum benefit guarantee set each year under provisions of ERISA.

The Plan is administered by the Investment and Benefits Committees (Committees), a Plan Financial Administrator, and a Plan Benefits Administrator, collectively referred to as the Plan Administrators. Members of the Committees are appointed by the Board of Directors of the Company or its delegate. The Plan Administrators are the persons who occupy, respectively, the Company positions of Treasurer and General Manager, Total Rewards. Members of the Committees and the Plan Administrators serve without compensation but are reimbursed by the Company for necessary expenditures incurred in the discharge of their duties. Administrative expenses of the Plan are paid from assets of the Plan to the extent allowable by law, unless paid by the Company.

The Investment Committee is a standing committee appointed by the Board of Directors of Phillips 66, or its delegates, and consists of five members. The following employees, designated by title within the Company, serve as standing members: Chief Financial Officer, Chief Human Resources Officer, Treasurer, General Tax Officer, and Controller. The Investment Committee provides annual updates to the Audit and Finance Committee of the Board of Directors of Phillips 66.

Effective July 1, 2024, the transaction date of the acquisition of Pinnacle Midland Parent LLC (Pinnacle Midstream), upon hire by the Company former Pinnacle Midstream employees were given credit for past service with Pinnacle Midstream for eligibility, vesting and pay credit purposes in the Plan.

Highlights of Phillips Retirement Income Plan — Title I

Eligibility: Eligibility for Title I is closed.

Vesting: All participants are vested in their Title I benefits.

Retirement Benefits: Participants are entitled to monthly retirement benefits beginning at the normal retirement age of 65. A participant's monthly retirement benefit is calculated using various formulas. The formula that produces the highest amount is used to determine the participant's benefit. The "Final Average Earnings" benefit formula produces the highest benefit for most employees with full careers with the Company. The Title I document defines the "Final Average Earnings" benefit formula as "final average earnings x 1.6% x credited service minus the estimated primary Social Security benefit x 1.5% x credited service with the resultant sum divided by 12 to produce the monthly amount." Title I provisions permit early benefit commencement at ages 55-64, after cessation of employment with the Company. Participants may elect to receive the benefit in the form of a lump-sum or various actuarially equivalent annuity forms (including joint and survivor forms).

Death and Disability Benefits: The death benefit for a married participant is a spousal survivor's straight life annuity equal to 100% of the participant's retirement benefit (inclusive of insured portions) adjusted for any age difference between the participant and survivor and reduced for any early receipt of benefits. In lieu of the spousal survivor's annuity described above, the spouse may elect a lump-sum death benefit with that benefit being the actuarial value of the participant's full retirement benefit in single payment form. For married participants, the spouse is the only primary beneficiary. Such married participants may name others as contingent beneficiaries. Unmarried plan participants may name primary and contingent beneficiaries. The primary or contingent beneficiaries of single participants are paid the actuarial value of the entire retirement benefit in single payment form.

There are no special disability benefit provisions in Title I.

Highlights of Phillips 66 Cash Balance Account — Title II

Eligibility: This title provides the retirement structure into which employees newly hired or rehired by the Company enter. Generally, employees must complete a year of eligibility service prior to accruing benefits under the plan. Effective on the first day of the month following the date they complete a year of eligibility service, employees accrue benefits with respect to all service beginning the first of the month after hire as if there had not been a one-year eligibility service requirement.

Vesting: Participants vest after 3 years of service.

Retirement Benefits: Because participants are vested after three years of service, employees may start taking their vested benefit after leaving the Company. However, they must take their benefits after reaching their normal retirement age of 65, unless still employed by the Company at that time.

The Cash Balance Account is a nominal account and only accumulates credits. The monthly retirement benefits are derived from the account value produced by the benefit formula. The benefit formula produces an account value which accumulates with pay credits and interest credits as follows:

- Pay credit percentage x eligible monthly pay = pay credit amount
- Interest credit rate x account value at the end of prior month = interest credit amount
- Points = age points (current calendar year – birth year) + service points (current calendar year – recognized service date year)
 - Less than 44 points – 6% monthly pay credit percentage
 - 44 through 65 points – 7% monthly pay credit percentage
 - 66 or more points – 9% monthly pay credit percentage

The effective annual interest rate is based on the 30-year Treasury Securities rates published by the U.S. Department of Treasury, adjusted on a quarterly basis. Participants may elect to receive the benefit in the form of a lump-sum (account

value) or various actuarially equivalent annuity forms (including joint and survivor forms). Vested benefit payments may begin at any age after the participant's employment ends with the Company. After a participant leaves the Company, pay credits cease but interest credits continue until the participant's benefit is paid. Generally, if a participant terminates before completing three years of service (at least 1,000 hours of service per year), such participant is non-vested and forfeits the benefit.

Death and Disability Benefits: If a participant dies with a vested benefit in Title II but before commencing that benefit and is married, the spouse is eligible to commence a pre-retirement survivor's annuity (derived from the account value) or receive the death benefit in the form of a lump-sum (account value). Non-spouse beneficiaries may receive the benefit only in the form of a lump-sum (account value).

There are no special disability provisions in Title II.

Highlights of Tosco Pension Plan — Title III

Eligibility: Eligibility for Title III is closed.

Vesting: All participants are vested in their Title III benefits.

Retirement Benefits: A participant's monthly retirement benefit is calculated using a "Final Average Earnings" benefit formula. The Title III Plan document defines the "Final Average Earnings" formula benefit as generally "final average earnings x 1.6% x credited service minus the estimated Social Security benefit x 1.5% x normal retirement benefit service (up to 33 1/3) x credited service / normal retirement benefit service with the resultant sum divided by 12 to produce the monthly amount."

Participants are entitled to monthly retirement benefits beginning at the normal retirement age of 65. Participants may qualify for early retirement if they have at least 10 years of service and have reached age 55 when they terminate. If participants terminate employment before age 55, they may commence their benefit at age 55 if they have 10 or more years of service. If they do not have at least 10 years of service at termination, they may commence their benefit at age 65. Participants may elect to receive the benefit in various actuarially equivalent annuity forms (including joint and survivor forms). Lump-sum option is not available under Title III.

Death and Disability Benefits: The death benefit is a survivor's straight life annuity equal to 100% of the retirement benefit amount of the participant's retirement benefit adjusted for any age difference between the participant and survivor and reduced for any early receipt of benefits. For married participants, the spouse is the only primary beneficiary. Such married participants may name others as contingent beneficiaries. Unmarried plan participants may name primary or contingent beneficiaries. In lieu of the spousal survivor's annuity described above, the spouse may elect a lump-sum death benefit with the benefit being the actuarial value of the participant's full retirement benefit in single payment form. If married and the spouse predeceases the participant, the contingent beneficiaries are paid the actuarial value of the entire retirement benefit in single payment form. Similarly, the primary or contingent beneficiaries of single participants are paid the actuarial value of the entire retirement benefit in single payment form.

If an active participant becomes totally and permanently disabled before his normal retirement date and has at least 10 years of service, the participant may qualify for a disability retirement benefit beginning as early as age 55 (with a potentially reduced early commencement discount) up to age 65.

Highlights of Retirement Plan of Conoco — Title IV

Eligibility: Eligibility for Title IV is closed.

Vesting: All participants are vested in their Title IV benefits.

Retirement Benefits: A participant's monthly retirement benefit is calculated using various formulas. The formula that produces the highest amount is used to determine the participant's benefit. The "Final Average Earnings" benefit formula produces the highest benefit for most employees with full careers with the Company. The Title IV Plan document defines the "Final Average Earnings" formula as "final average earnings x 0.00133333 (monthly equivalent of 1.6%) x creditable service minus the estimated primary Social Security benefit x 1.5% x creditable service."

Participants are entitled to monthly retirement benefits beginning at the normal retirement age of 65. The Title IV provisions permit early commencement of the benefit at ages 50-64, after cessation of employment with the Company. Participants may elect to receive the benefit in the form of a lump-sum or certain actuarially equivalent annuity forms (including joint and survivor forms).

Death and Disability Benefits: If participants die before starting their benefit, Title IV provides a death benefit. The death benefit is an immediate lump-sum equal to the amount they would have been paid had they terminated, lived to the first of the month, and received payment as a lump-sum immediately. The lump-sum may be paid to a named beneficiary (or spouse or estate if none was named). If the named beneficiary is not the participant's spouse, the lump-sum death benefit will be reduced by the value of any surviving spouse death benefit paid to the spouse.

Title IV has a special disability provision whereby if an active participant becomes disabled (as deemed by the Social Security Administration or otherwise meets the Title IV definition of disability) at or after age 40 and with at least 10 years of service, the participant qualifies for an incapacity retirement, which is an unreduced normal retirement age benefit payable in any of the annuity forms provided for in the Title IV. This type of benefit may not be taken in lump-sum form.

Highlights of Burlington Resources Inc. Pension Plan – Title VI

Eligibility: Eligibility for Title VI is closed.

Vesting: All participants are vested in their Title VI benefits.

Retirement Benefits: The Title VI provides benefits under two different benefit formulas. Employees hired by Burlington Resources Inc. on or after January 1, 2003, earn benefits under a cash balance plan benefit formula. Employees hired before that date were given a one-time election to remain in a final average earnings plan benefit formula or elect to earn benefits under a cash balance plan benefit formula.

The final average earnings plan benefit formula for normal retirement benefits at age 65 is 1.1% of the highest 36-month average earnings, plus 0.5% of the highest 36-month average earnings in excess of 1/36 of the Federal Insurance Contributions Act (FICA) taxable wage base in effect during the year of termination x credited service.

Employees who end employment on or after age 55 with at least 10 years of service may elect early retirement. If benefits are commenced early, the normal retirement benefit is reduced one-sixth of 1% for each month (2% for each year) that it is paid prior to age 65.

For participants who retire early and begin receiving early retirement benefits, supplemental benefits are payable monthly until age 65. The early retirement supplement formula equal to 1.0% of the highest 36-month average earnings up to 1/36 of the FICA taxable wage base in effect in the year of termination x credited service, is payable until age 65. For those eligible for early retirement treatment, both the normal retirement benefit and the early retirement supplement are reduced by 2.0% for each year the employee's actual retirement date precedes the date the employee would have attained age 65. For those ineligible for early retirement treatment, the normal retirement benefit is reduced from age 65 to the commencement date by 5% per year from age 65 to age 55 and actuarially further reduced below that age. The benefit may be commenced at any age after ending employment with the Company.

Participants in the cash balance benefit formula of this Title VI do not accrue pay credits but continue to accrue interest credits based on the 10-Year Treasury yield. These participants also currently accrue benefits in the Phillips 66 Cash Balance Account, Title II. Title VI allows participants to receive their benefits as an annuity or in an equivalent lump-sum.

Death and Disability Benefits: For participants in the final average earnings formula, the death benefit is 100% of the accrued benefit for married or single participants and is available in spousal annuity form or a spousal lump-sum for married participants and to named beneficiaries for single participants. For those with benefits under the cash balance plan benefit formula, death benefits (account value) are provided to the spouse (married participants) or other designated beneficiaries (married or single participants).

Note 2—Significant Accounting Policies

Basis of Presentation

The Plan's financial statements are presented on the accrual basis of accounting in conformity with U.S. generally accepted accounting principles (GAAP).

Investment Valuation and Income Recognition

Investments held by the Plan are stated at fair value. The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). Valuation of the Plan investments is discussed in Note 3 – Investments.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rates, market volatility 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 such changes could materially affect the amounts reported in the statements of net assets available for benefits.

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

Fair Value Measurement

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

- Level 1: Quoted prices (unadjusted) in an active market for identical assets or liabilities.
- Level 2: Inputs other than quoted prices that are directly or indirectly observable.
- Level 3: Unobservable inputs that are significant to the fair value of assets or liabilities.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Refer to Note 3 for disclosures provided for fair values of the Plan's investments.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes and supplemental schedules. Actual results could differ from those estimates.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those estimated future periodic payments, including lump-sum distributions, which are attributable under the Plan's provisions to employee service rendered to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, and (b) present employees or their beneficiaries. Benefits payable under all circumstances – retirement, death, disability and termination of employment – are included, to the extent they are deemed attributable to employee service rendered to the valuation date. The actuarial present value of accumulated plan benefits is determined by an actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as those for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment.

The significant actuarial assumptions used in the valuation were:

<i>Assumptions</i>	<i>December 31, 2024</i>	<i>December 31, 2023</i>
Discount Rate	7.50%	7.50%
Assumed Rate of Return	7.50%	7.50%
Mortality	The base mortality table is Pri-2012 with separate rates for annuitants, non-annuitants, and contingent annuitants and contingent survivors projected generationally with scale MP-2021.	The base mortality table is Pri-2012 with separate rates for annuitants, non-annuitants, and contingent annuitants and contingent survivors projected generationally with scale MP-2021.

Retirement age assumption as of December 31, 2024 and 2023 was as follows for all Titles excluding Title III with 85 points qualification and Title II:

Age	Percentage of Eligible Participants Who Retire During the Year	Age	Percentage of Eligible Participants Who Retire During the Year
50-54*	3.0%	64	20.0%
55-57	10.0	65-66	35.0
58-59	15.0	67-68	25.0
60	25.0	69	30.0
61-62	20.0	70	100.0
63	25.0		

*Age bracket applies to Title IV only

Retirement age assumption for Title III with 85 points qualification:

Age	Percentage of Eligible Participants Who Retire During the Year	Age	Percentage of Eligible Participants Who Retire During the Year
55-59	10.0%	65-68	35.0%
60-61	20.0	69	20.0
62	30.0	70	100.0
63-64	25.0		

Retirement age assumption for Title II:

Age	Percentage of Eligible Participants Who Retire During the Year	Age	Percentage of Eligible Participants Who Retire During the Year
55-59	7.0%	65	20.0%
60-61	10.0	66-69	25.0
62-64	15.0	70	100.0

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Benefits Paid

Benefits paid are recorded upon distribution to participants. All payments are processed and paid within the same month directly from the Plan.

Note 3—Investments

Fair Value Measurement

The following is a description of the valuation techniques and inputs used for the investments held in the Plan. There have been no changes in the techniques and inputs used at December 31, 2024, from those used at December 31, 2023.

Fair values of cash and cash equivalents consist of cash, which is valued at cost and a short-term investment fund, which is valued based on quoted market prices. Fair values of U.S. government securities and equity securities and preferred stock are based on quoted market prices.

Fair values of corporate debt securities are estimated using recently executed transactions and market price quotations. If there have been no market transactions in a particular fixed income security, its fair value is calculated by pricing models that benchmark the security against other securities with actual market prices.

Fair values of investments in common collective trusts (CCTs) and real estate and infrastructure investments, which are a CCT and limited partnerships, are valued at Net Asset Value (NAV) as a practical expedient. The NAV is based on underlying net assets owned by the fund and the relative interest of each participating investor in the fair value of the underlying assets. These investments valued at NAV are not classified within the fair value hierarchy, but are presented in the fair value table to permit reconciliation of Total Investments to the amounts presented in the fair value table.

Investment purchases and sales are recorded on a trade date basis. The net appreciation or depreciation in the fair value of investments consists of realized gains or losses and unrealized appreciation or depreciation of those investments. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Fair Value Hierarchy

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

Dollars				
Assets at Fair Value as of December 31, 2024				
	Level 1	Level 2	Level 3	Total
Cash and Cash Equivalents	\$ 30,442,650	—	—	30,442,650
U.S. Government Securities	329,737,143	—	—	329,737,143
Equity Securities	297,642,509	—	—	297,642,509
Corporate Debt Securities	—	108,586,065	—	108,586,065
Total Assets in the Fair Value Hierarchy	\$ 657,822,302	108,586,065	—	766,408,367
Common Collective Trusts measured at NAV	—	—	—	1,069,704,268
Real Estate and Infrastructure Investments measured at NAV	—	—	—	277,992,720
Total	\$ —	—	—	2,114,105,355

Dollars				
Assets at Fair Value as of December 31, 2023				
	Level 1	Level 2	Level 3	Total
Cash and Cash Equivalents	\$ 33,353,357	—	—	33,353,357
U.S. Government Securities	387,580,824	—	—	387,580,824
Equity Securities	294,449,624	—	—	294,449,624
Corporate Debt Securities	—	100,318,268	—	100,318,268
Total Assets in the Fair Value Hierarchy	\$ 715,383,805	100,318,268	—	815,702,073
Common Collective Trusts measured at NAV	—	—	—	1,020,871,235
Real Estate and Infrastructure Investments measured at NAV	—	—	—	311,209,543
Total	\$ —	—	—	2,147,782,851

Investment Strategies and Redemption Restrictions

The majority of the Plan assets are invested in CCTs with a combination of actively managed and passively managed strategies.

Investment strategies and significant redemption restrictions for investments in the Plan are as follows:

The Plan invests a percentage of assets in short-term liquid securities through a Short Term Investment Fund (STIF) account. The STIF invests in short-term obligations of the U.S. Government, its agencies or instrumentalities, and related money market instruments. Principal preservation and liquidity management are the prime objectives of the fund. Liquidity from the STIF account is available on any bank business day with same-day notice.

The Plan invests in actively managed equity CCTs. These CCTs, either directly or indirectly, invest primarily in equity shares, securities convertible to capital or common stocks, and depositary receipts of domestic and international companies. They are generally designed around a widely quoted index or benchmark and are intended to outperform

that benchmark over time. These actively managed equity CCTs variously allow redemptions on any business day with proper notice.

The Plan invests in passively managed equity CCTs that aim to match the performance of their respective benchmark indices for equities. These CCTs, either directly or indirectly, invest primarily in equity securities, instruments and depositary receipts of domestic companies. One of the passively managed equity CCTs held allows redemptions on any business day with proper notice, while the other one only allows redemptions at month end with proper notice.

The Plan invests in an emerging market debt CCT that is actively managed and aims to outperform its benchmark index. This CCT, either directly or indirectly, invests primarily in emerging market fixed income securities. It aims to provide liquidity on any business day with proper notice.

The Plan invests in a fixed income CCT that is actively managed and aims to exceed the performance of its benchmark index for bonds. The CCT, either directly or indirectly, invests primarily in non-investment grade bonds with maturities of ten years or less. This CCT aims to provide liquidity on any business day with proper notice.

The plan invests in an infrastructure CCT that is actively managed and aims to exceed the performance of its benchmark index. This CCT, either directly or indirectly, invests in infrastructure securities and aims to provide liquidity on any business day with proper notice.

All of the aforementioned CCTs may invest in derivatives, including but not limited to futures, options, forwards, and swaps. The CCT trustees usually reserve the right to suspend redemptions due to extreme market conditions or disruptive asset flows.

The Plan also invests in real estate and infrastructure investments that are actively managed through a CCT or limited partnership. These include core real estate properties in major markets in the U.S. and core/core plus infrastructure assets primarily in Organisation for Economic Co-operation and Development (OECD) countries through an open-ended structure. The funds have the right to call on committed capital with reasonable advanced notice and the capital is called based on when the investor enters the capital commitment queue. Redemptions are allowed quarterly with written notice at least 45 days prior to the close of the applicable calendar quarter with the exception of one fund allowing redemptions semi-annually with proper notice. The trustee or general partner has the right to suspend redemptions in extreme market conditions or when disruptive asset flows that would be detrimental to the remaining investors occur.

Derivative Instruments

In the normal course of operations, investment managers acting on behalf of the Plan will from time to time invest in financial instruments (futures, swaps and options), which derive their value from the return of the underlying security. The term “security” is broadly defined for this purpose and may include stocks, bonds, indices, rates, other financial instruments (including other derivatives) and physical commodities. These derivatives involve, in varying degrees, elements of credit and market volatility risks in excess of more traditional investment holdings such as equity and debt instruments. The contract or notional amounts provide a measure of the Plan’s involvement in such instruments but are not indicative of potential loss. Derivative financial instruments are utilized as economic hedges to manage market volatility risk, interest rate risk and credit risk associated with the Plan’s investments, and for other purposes related to the Plan’s risk exposures.

Foreign Currency Contracts

The primary risk managed by the Plan using foreign currency forward contracts is the foreign currency exchange rate risk associated with the Plan’s investments denominated in foreign currencies. On behalf of the Plan, certain investment managers entered into forward foreign currency contracts to exchange foreign currencies at a specified future date at a specified rate. The terms of these contracts are not standardized. These contracts are intended to minimize the effect of currency fluctuations on the performance of investments denominated in foreign currencies.

As of December 31, 2024, there were no foreign currency receivables or payables held by the Plan. At December 31, 2023, foreign currency contracts held by the Plan are presented in the following table:

	Dollars	
	Carrying Amount	Fair Value
Foreign currency receivables (Level 2)	\$ 60,397	\$ 60,476
Foreign currency payables (Level 2)	60,397	60,431

The fair value presented in the above table was included in foreign currency contracts receivables and payables on the statement of net assets available for benefits at December 31, 2023. Fair values are estimated by comparing the contract rate to the forward rate in effect at the end of each reporting period and approximate the exit price at the stated reporting date.

Note 4—Funding Policy

The Company's policy is to make contributions that are at or above the minimum ERISA funding requirements. The Plan satisfied the minimum funding requirements for the 2024 Plan year.

Note 5—Actuarial Present Value of Accumulated Plan Benefits

The accumulated plan benefit information at the end of each plan year was as follows:

	Dollars	
	2024	2023
Actuarial present value of accumulated plan benefits:		
Vested benefits:		
Participants currently receiving payments	\$ 433,296,073	407,018,729
Other participants	1,407,040,066	1,285,257,394
Total vested benefits	1,840,336,139	1,692,276,123
Non-vested benefits	25,031,469	24,737,046
Total actuarial present value of accumulated plan benefits	\$ 1,865,367,608	1,717,013,169

Changes in the accumulated plan benefits for the year ended December 31, 2024, were as follows:

	Dollars
Actuarial present value of accumulated plan benefits at December 31, 2023	\$ 1,717,013,169
Increase (decrease) during the year attributed to:	
Benefits accumulated	108,515,893
Actuarial losses	27,430,461
Decrease in the discount period	129,805,684
Change in actuarial assumptions	72,175,611
Benefits paid	(189,573,210)
Net increase	148,354,439
Actuarial present value of accumulated plan benefits at December 31, 2024	\$ 1,865,367,608

The change in actuarial assumptions was primarily due to updates to our interest rates used to convert accrued benefits to lump sums.

Note 6—Agreements with Parties-in-Interest

Contributions to the Plan are paid into the trust under the provisions of a trust agreement with The Northern Trust Company. As of December 31, 2024, the Plan has investment management, participation, subscription, or adoption agreements with Barrow, Hanley, Mewhinney & Strauss, LLC; BlackRock Institutional Trust Company, N.A., BlackRock Advisors, LLC; Credit Suisse Asset Management, LLC; Goldman Sachs Asset Management, L.P.; The Goldman Sachs Trust Company, N.A.; Harrison Street Core Property Fund C, L.P.; IIF ERISA Hedged Fund LP; J. P. Morgan Chase Bank, N.A.; J.P. Morgan Investment Management Inc.; Lazard Asset Management LLC; Mellon Capital Management Corporation; MFS Heritage Trust Company; Northern Trust Investments, Inc.; Legal & General Investment Management America, Inc.; Principal Real Estate Investors, LLC; Prudential Trust Company; and Reliance Trust Company. The Company has administrative services agreements with The Northern Trust Company to pay periodic annuities and lump-sums on behalf of the Plan. Alight Solutions provides recordkeeping services. The Plan's actuary is Towers Watson Delaware Inc., a subsidiary of Willis Towers Watson PLC. The investment consultant is Towers Watson Investment Services, Inc.

Note 7—Income Tax Status

The Plan received a determination letter for the Internal Revenue Service (IRS) dated March 8, 2021, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (Code) and therefore, its related trust is exempt from taxation. Subsequent to receiving the determination letter, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Administrator has indicated it will take the necessary steps, if any, to bring the Plan's operations into compliance with the Code.

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

Note 8—Plan Termination

Although it is intended that the Plan continues indefinitely, the Company may amend or terminate the Plan at any time. No amendment or modification of the Plan will reduce the benefits that participants have earned as of the effective date of the amendment or modification.

If the Plan is terminated, the benefits earned by participants to the date of Plan termination (to the extent then funded) will become vested and will be distributed to participants in any manner permitted by the Plan. Upon termination of the Plan, the assets of the Plan will generally be allocated according to the following priorities:

- (a) To provide benefits for that portion of the normal retirement income attributable to employee contributions remaining under the Plan.
- (b) Equally among:
 - (i) Participants and beneficiaries to whom payment commenced at least three years before the date of Plan termination; and
 - (ii) Participants who could have commenced payment of their benefit at least three years before the date of Plan termination, to provide benefits for that portion of the normal retirement income that was or could have been commenced, ignoring any amendments to the Plan's benefit formulas made during the five years before the date of Plan termination.
- (c) To all benefits guaranteed and insured by the PBGC.
- (d) To all other vested accrued benefits not insured by the PBGC.
- (e) To all other accrued benefits provided under the Plan, which are not otherwise vested on the date of Plan termination.

Should assets available for allocation be insufficient to cover all benefits within a priority class, they shall be allocated according to the following sub-priorities:

- (1) Provision to retired and disabled participants and their contingent annuitants and beneficiaries;
- (2) Provision to participants who are eligible for normal retirement and their contingent annuitants and beneficiaries;
- (3) Provision to participants who are eligible for early retirement and vested participants.

While certain benefits are insured by the PBGC, Plan participants' ability to receive their benefits will depend upon the sufficiency of the net assets of the Plan at the date of its termination.

Any excess funds shall revert to the Company under certain conditions outlined in the Plan.

Note 9—Subsequent Events

In October 2024, the Company announced that the Los Angeles Refinery (LAR) would cease operations in the fourth quarter of 2025. Most remaining LAR employees will be severed either in December 2025 (approximately 136 employees) or in the first half of 2026. Those severed employees with an unvested Cash Balance Account are eligible for accelerated vesting if they are a participant at date of severance. As of June 30, 2025 there were approximately 50 employees with unvested Cash Balance Account benefits.

Plan management has evaluated subsequent events through October 7, 2025, the date the financial statements were to be issued.

PHILLIPS 66 RETIREMENT PLAN
FORM 5500, SCHEDULE G - FINANCIAL TRANSACTION SCHEDULE
Year ended December 31, 2024

Name of plan sponsor: Phillips 66 Company
Employer identification number: 37-1652702
Three-digit plan number: 001

Part I - Schedule of Loans or Fixed Income obligations in Default or Classified as Uncollectible

(a)	(b)	(c)	(d)	Amount received during reporting period		(g)	Amount Overdue	
				(e)	(f)		(h)	(i)
(check if party in interest)	Identity and address of obligor	Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items.	Original amount of loan	Principal	Interest	Unpaid balance at end of year	Principal	Interest
	NEPTUNE HUSKY US BIDCO LLC INITIAL TERM LOAN 12/29/2023	Term Loan Due 12/29/2023	\$325,516	—	—	\$328,804	\$328,804	—
	SK NEPTUNE HUSKY FINANCE SARL INITIAL TERM LOAN 04-22-2024	Term Loan Due 04/22/2024	\$59,723	—	—	\$71,674	\$71,674	—

FORM 5500, SCHEDULE H, ITEM 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)

PHILLIPS 66
RETIREMENT PLAN
EIN 37-1652702, PN 001

December 31, 2024

Identity of issue, borrower, Lessor, or similar party

Description of investment including maturity date, interest rate, collateral, par or maturity

	Units	Cost	Current Value
Cash and Cash Equivalents			
Canadian dollar	2,222	2,222	2,222
Euro	16,811	16,811	16,811
Hong Kong dollar	32	32	32
United States dollar	344,920	344,920	344,920
 *NT COLLECTIVE GOVT SHORT TERM INVT FD	 30,078,665	 30,078,665	 30,078,665
Subtotal	30,442,650	30,442,650	30,442,650
US Government Securities			
U S TREAS SEC STRIPPED INT PMT TINT 05/15/40	1,950,000	963,926	899,706
UNITED STATES GOV NATL TREAS BD STRIPPEDPRIN PMT 4.375 05-15-2040	1,250,000	668,715	607,593
UNITED STATES OF AMER TREAS BONDS 1.5% 02-15-2053	570,000	466,394	484,939
UNITED STATES OF AMER TREAS STRIP 02-15-2045	3,640,000	1,578,128	1,373,852
UNITED STATES OF AMER TREAS STRIP 0% 02-15-2047	9,489,000	3,605,712	3,225,046
UNITED STATES OF AMER TREAS STRIP 0% 02-15-2054	28,379,000	7,923,307	7,406,493
UNITED STATES OF AMER TREAS STRIP 0% 08-15-2053	13,975,000	3,887,035	3,687,098
UNITED STATES OF AMER TREAS STRIP 0% 11-15-2053	14,880,000	4,237,560	3,931,248
UNITED STATES OF AMER TREAS STRIP 0% STRIP 02-15-2042 USD 'BOND 02/42'	1,470,000	683,022	645,446
UNITED STATES OF AMER TREAS STRIP 0% DUE 11-15-2051 REG	44,860,000	16,703,943	12,373,026
UNITED STATES OF AMER TREAS STRIP 0% STRIP 08-15-2040 USD	3,549,000	2,267,732	1,686,309
UNITED STATES OF AMER TREAS STRIP 0%02-15-2053	31,136,000	9,224,384	8,297,972
UNITED STATES OF AMER TREAS STRIP TBOND 0.0% 05-15-2053	40,388,000	11,966,715	10,678,940
UNITED STATES TREAS BD STRIPPED 08-15-2052	20,210,000	6,436,466	5,451,510
UNITED STATES TREAS BD STRIPPED DUE 08-15-2045	6,900,000	2,701,950	2,542,468
UNITED STATES TREAS BD STRIPPED PRIN 0.0% 08-15-2047	9,785,000	3,771,929	3,248,184
UNITED STATES TREAS BD STRIPPED PRIN PMT 0% DUE 05-15-2049	23,392,000	10,420,221	7,144,481
UNITED STATES TREAS BD STRIPPED PRIN PMT 0% STRIP 08-15-2041 (UNDDATE) REG	2,909,000	1,515,604	1,311,098
UNITED STATES TREAS BD STRIPPED PRIN PMT 05-15-2045	3,885,000	1,711,047	1,449,466
UNITED STATES TREAS BD STRIPPED PRIN PMT 08-15-2044	3,605,000	1,540,294	1,393,473
UNITED STATES TREAS BD STRIPPED PRIN PMT0 11-15-2040 REG	500,000	245,330	236,890
UNITED STATES TREAS BD STRIPPED PRIN PMT0.0% 11-15-2052	13,550,000	4,155,685	3,668,235
UNITED STATES TREAS BD STRIPPED PRIN PMT00080 02-15-2040 (UNDDATE) REG	1,200,000	664,320	590,783
UNITED STATES TREAS BD STRIPPED PRIN PMT00083 08-15-2040 (UNDDATE) REG	200,000	105,912	95,852

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UNITED STATES TREAS BD STRIPPED PRIN PMT00085 02-15-2041 (UNDDATE) REG	500,000	260,700	234,454
UNITED STATES TREAS BD STRIPPED PRIN PMT00087 05-15-2041 (UNDDATE) REG	400,000	240,905	185,062
UNITED STATES TREAS BD STRIPPED PRIN PMT00088 08-15-2041 (UNDDATE) REG	2,605,000	1,210,306	1,188,355
UNITED STATES TREAS BD STRIPPED PRIN PMT00090 02-15-2042 (UNDDATE) REG	1,235,000	624,963	547,147
UNITED STATES TREAS BD STRIPPED PRIN PMT00098 08-15-2043 (UNDDATE) REG	4,590,200	2,003,696	1,873,731
UNITED STATES TREAS BD STRIPPED PRIN PMT00102 05-15-2044 (UNDDATE) REG	4,070,000	2,114,525	1,596,897
UNITED STATES TREAS BD STRIPPED PRIN PMT00104 ZCPN DUE 11-15-2044 REG	12,085,000	5,131,449	4,613,551
UNITED STATES TREAS BD STRIPPED PRIN PMT00109 11-15-2045 (UNDDATE) REG	10,600,000	4,249,126	3,860,736
UNITED STATES TREAS BD STRIPPED PRIN PMT00110 02-15-2046 (UNDDATE) REG	7,800,000	3,106,420	2,797,824
UNITED STATES TREAS BD STRIPPED PRIN PMT00112 05-15-2046 (UNDDATE) REG	6,350,000	2,656,474	2,246,439
UNITED STATES TREAS BD STRIPPED PRIN PMT00113 08-15-2046 (UNDDATE) REG	14,203,000	5,507,265	4,961,957
UNITED STATES TREAS BD STRIPPED PRIN PMT00114 11-15-2046 (UNDDATE) REG	2,360,000	936,920	814,599
UNITED STATES TREAS BD STRIPPED PRIN PMT00117 05-15-2047 (UNDDATE) REG	10,687,000	4,288,697	3,593,258
UNITED STATES TREAS BD STRIPPED PRIN PMT00122 05-15-2048 (UNDDATE) REG	10,301,000	3,864,559	3,285,254
UNITED STATES TREAS BD STRIPPED PRIN PMT00123 08-15-2048 (UNDDATE) REG	23,525,000	9,356,387	7,416,006
UNITED STATES TREAS BD STRIPPED PRIN PMT02-15-2044 REG	5,986,300	3,021,986	2,380,916
UNITED STATES TREAS BD STRIPPED PRIN PMT11-15-2041 REG	300,000	152,313	134,614
UNITED STATES TREAS BD STRIPPED PRIN PMT15/02/2052 02-15-2052 (UNDDATE) BEO	37,560,000	12,580,478	10,279,165
UNITED STATES TREAS BD STRIPPED PRIN PMTZCP 11-15-2043 REG	3,412,900	1,548,473	1,376,631
UNITED STATES TREAS BD STRIPPED PRIN PMTZCP DUE 02-15-2043	9,721,000	4,438,165	4,062,191
UNITED STATES TREAS SEC STRIP 02-15-2046	1,250,000	546,830	431,932
UNITED STATES TREAS SEC STRIP 0% 05-15-2054	1,939,000	576,193	492,412
UNITED STATES TREAS SEC STRIP 0% STRIP 02-15-2048	7,233,000	2,468,309	2,270,991
UNITED STATES TREAS SEC STRIP 0% STRIP 11-15-2047	7,571,000	2,731,854	2,407,735
UNITED STATES TREAS SEC STRIP DISC NT 02-15-2049	9,584,000	5,045,276	2,858,194
UNITED STATES TREAS SEC STRIPPED 11-15-2048	7,310,000	2,416,358	2,214,617
UNITED STATES TREAS SEC STRIPPED INT PMT 00124 05-15-2046	1,750,000	610,680	597,274
UNITED STATES TREAS SEC STRIPPED INT PMT 00130 08-15-2046	3,791,000	1,611,114	1,278,228
UNITED STATES TREAS SEC STRIPPED INT PMT 11-15-2045	1,250,000	551,408	437,450
UNITED STATES TREAS SEC STRIPPED INT PMT 08-15-2045 (UNDDATE) REG	5,889,000	2,649,295	2,085,598
UNITED STATES TREAS SEC STRIPPED INT PMT 0.0% 05-15-2049	3,250,000	1,081,415	961,048
UNITED STATES TREAS SEC STRIPPED INT PMT0% DUE 08-15-2051 REG	500,000	148,940	134,666
UNITED STATES TREAS SEC STRIPPED INT PMT0% STRIP 15/05/2048 USD 05-15-2048	1,000,000	324,130	309,992
UNITED STATES TREAS SEC STRIPPED INT PMT0% STRIP 15/08/2049 USD 08-15-2049	500,000	156,290	146,146
UNITED STATES TREAS SEC STRIPPED INT PMT0.0% 11-15-2049	2,536,000	901,595	731,864
UNITED STATES TREAS SEC STRIPPED INT PMT00122 02-15-2040 (UNDDATE) REG	1,850,000	920,394	864,746
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 02-15-2045 (UNDDATE) REG	2,260,000	1,196,802	821,110
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 05-15-2041	20,057,000	10,554,634	8,763,168
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 05-15-2042 (UNDDATE) REG	8,485,000	3,954,900	3,524,758

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UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT 08-15-2041 (UNDDATE) REG	3,049,000	1,461,914	1,312,107
UNITED STATES TREAS SEC STRIPPED INT PMTINT PMT ON 11-15-2046 (UNDDATE) REG	2,650,000	949,173	884,190
UNITED STATES TREAS SEC STRIPPED INT PMTNT 194 08-15-2040 (UNDDATE) REG	3,234,000	1,596,689	1,472,887
UNITED STATES TREAS SEC STRIPPED INT PMTNT 218 05-15-2045 (UNDDATE) REG	4,018,000	1,951,908	1,443,173
UNITED STATES TREAS SEC STRIPPED ZERO COUPON 08-15-2048	5,519,000	1,791,812	1,688,320
US TREAS BD STRIPPED PRIN 08-15-2042 REG	3,273,000	1,586,278	1,406,439
US TREAS BD STRIPPED PRIN PMT 05-15-2043REG	8,456,000	3,895,555	3,486,657
US TREAS BD STRIPPED PRIN PMT STRIPPED PRIN PMT 11-15-2042 REG	3,480,000	1,576,516	1,471,732
US TREAS SEC 0 DUE 11-15-2041	8,001,000	4,000,507	3,407,592
US TREAS SEC STRIPPED INT PMT NT 200 0 11-15-2040 REG	5,967,000	3,435,184	2,679,856
US TREAS SEC STRIPPED INT PMT ZCP NT 2060 2-15-2041 REG	1,765,000	1,065,657	781,864
UTD STATES TREAS BD STRIPPED PRIN DTD 05/16/2022 0% 05-15-2052	22,302,000	7,417,717	6,068,811
UTD STATES TREAS BD STRIPPED PRIN DTD 05/31/2022 0% 05-15-2042	500,000	224,715	218,129
UTD STATES TREAS BD STRIPPED PRIN DTD 08/15/2024 0% 08-15-2054	23,690,000	6,634,334	6,080,601
UTD STATES TREAS BD STRIPPED PRIN DTD 11/30/2021 0% 11-15-2041	2,133,000	1,050,183	947,402
UTD STATES TREAS SEC STRIPPED INT GENERIC TINT PMT 0% 02-15-2050	500,000	154,390	143,315
UTD STATES TREAS SEC STRIPPED INT GENERIC TINT PMT 0% 05-15-2050	800,000	245,448	226,866
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2041	2,424,000	1,114,892	1,122,187
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2042	7,249,000	3,393,579	3,049,426
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2043	2,654,000	1,224,150	1,061,672
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2044	6,509,000	2,480,142	2,481,065
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2047	2,430,000	967,413	799,782
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2048	16,541,000	6,217,401	5,341,270
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2049	23,332,900	9,687,017	7,205,767
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2050	12,145,100	5,290,457	3,596,186
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2051	39,475,000	17,938,100	11,210,587
UTD STATES TREAS ZERO CPN 0% DUE 02-15-2052	2,439,000	745,114	649,614
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2041	2,200,000	1,084,830	1,008,842
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2043	5,873,000	2,453,181	2,323,137
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2044	1,605,000	921,880	604,922
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2047	2,740,000	1,005,347	892,798
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2050	17,896,000	8,216,098	5,280,247
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2051	26,408,000	9,681,990	7,448,785
UTD STATES TREAS ZERO CPN 0% DUE 05-15-2054	17,289,000	5,009,057	4,490,632
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2042	2,360,000	1,115,565	968,947
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2043	3,782,000	1,702,770	1,475,538
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2044	3,508,000	1,507,452	1,304,050
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2047	6,818,000	2,369,221	2,193,901
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2049	11,588,000	5,230,235	3,490,325
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2050	40,015,800	18,296,354	11,545,691
UTD STATES TREAS ZERO CPN 0% DUE 08-15-2051	34,747,000	14,380,613	9,681,988
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2040	4,654,000	2,151,684	2,182,854
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2042	2,591,000	1,333,440	1,048,769
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2043	2,201,000	1,000,284	849,858
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2044	8,731,000	3,964,706	3,209,969
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2047	19,692,000	7,740,096	6,464,175
UTD STATES TREAS ZERO CPN 0% DUE 11-15-2048	12,281,000	4,802,322	3,834,176

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UTD STATES TREAS ZERO CPN 0% DUE	11-15-2049	11,800,000	5,247,589	3,526,294
UTD STATES TREAS ZERO CPN 0% DUE	11-15-2050	45,219,000	22,074,601	12,974,782
UTD STATES TREAS ZERO CPN 0% DUE	11-15-2051	500,000	148,415	133,604
UTD STATES TREAS ZERO CPN 1.85% DUE	05-15-2040	2,812,000	1,383,692	1,354,538

Subtotal		1,039,815,200	414,103,222	329,737,143
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Corporate Stock - Common

*JPMORGAN CHASE & CO COM		17,230	1,945,530	4,130,203
*NORTHERN TR CORP COM		18,459	1,703,044	1,892,048
*WELLS FARGO & CO NEW COM STK		46,270	1,748,413	3,250,005
ABB LTD CHF0.12 (REGD)		51,363	1,468,912	2,781,112
ADR RYANAIR HLDGS PLC SPONSORED ADR NEW		28,682	1,086,773	1,250,248
ADR SMITH & NEPHEW GROUP P L C SPONSORED ADR NEW		93,091	2,459,413	2,288,177
AECOM		3,917	290,878	418,414
AIA GROUP LTD NPV		218,200	2,041,778	1,581,455
AIR PROD & CHEM INC COM		20,128	4,738,253	5,837,925
AIRBUS SE EUR1		16,896	2,385,437	2,708,001
ALLSTATE CORP COM		6,788	795,412	1,308,659
ALPHABET INC CAPITAL STOCK USD0.001 CL A		7,605	840,758	1,439,627
AMERICAN EXPRESS CO		5,807	978,636	1,723,460
AMERICAN INTERNATIONAL GROUP INC COM		22,330	1,063,196	1,625,624
AON PLC		10,731	1,844,330	3,854,146
APTIV PLC NEW ORD USD0.01		22,490	2,235,954	1,360,195
ARAMARK COM		21,797	472,215	813,246
ARGEN X SE		1,671	1,019,872	1,038,192
ASHTED GROUP ORD GBP0.10		22,577	1,593,161	1,403,875
ASML HOLDING NV EUR0.09		5,978	3,847,207	4,201,302
AVANTOR INC COM		93,221	2,057,231	1,964,166
AXALTA COATING SYSTEMS LTD COM USD1.00		41,997	1,247,466	1,437,137
BANCO COM POR SA NPV		3,619,649	1,505,983	1,741,764
BANK N S HALIFAX COM STK		52,922	2,507,568	2,842,970
BANK OF AMERICA CORP		61,609	2,420,225	2,707,716
BAWAG GROUP AG COMMON STOCK		24,796	1,771,478	2,083,628
BAYCURRENT INC NPV		56,900	1,630,359	1,926,114
BROADCOM INC COM		1,851	125,719	429,136
CARLSBERG SER'B'DKK20		19,124	2,337,642	1,832,309
CARNIVAL CORP COM PAIRED		122,434	1,967,797	3,051,055
CDN PAC KANS CY COM NPV		30,578	2,451,069	2,212,876
CELLNEX TELECOM SA EUR0.25		3,059	136,622	96,643
CHUBB LTD ORD CHF24.15		11,587	1,745,581	3,201,488
CIE DE ST-GOBAIN EUR4		13,570	1,289,951	1,204,234
CMB TECH NV		2	—	20
COCA-COLA EUROPACIFIC PARTNERS		31,661	1,433,909	2,431,881
COCA-COLA EUROPACIFIC PARTNERS ORD EUR0.01		42,509	1,799,014	3,301,355
COGNIZANT TECH SOLUTIONS CORP CL A		13,169	864,016	1,012,696
COMCAST CORP NEW-CL A		50,872	1,892,551	1,909,226
COMPASS GROUP ORD GBP0.1105		71,315	1,288,459	2,377,563
CONOCOPHILLIPS COM		10,392	760,257	1,030,575
CRH ORD EUR 0.32		51,609	3,536,005	4,774,865
CTS EVENTIM AG & C NPV		22,159	1,583,959	1,873,512
CVS HEALTH CORP COM		37,489	2,784,783	1,682,881
DAVIDE CAMPARI MIL EUR0.01		163,993	1,366,769	1,021,945

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DISCO CORPORATION NPV	4,600	1,309,090	1,250,687
DUPONT DE NEMOURS INC COMMON STOCK	26,252	1,981,201	2,001,715
ELECTR ARTS COM	7,187	904,254	1,051,458
ELEMENT FLEET MGMT COM NPV	97,580	2,044,823	1,971,683
ELEVANCE HEALTH INC	3,342	526,351	1,232,864
ENBRIDGE INC COM	121,855	4,584,293	5,170,307
ENERGIAS DE PORTUGAL SA EUR1(REGD)	391,186	1,811,548	1,252,081
ENGIE COMSTK	121,958	1,818,158	1,933,462
ENTERGY CORP NEW COM	72,276	3,569,785	5,479,966
EXPERIAN ORD USD0.10	43,071	1,612,115	1,858,306
EXXON MOBIL CORP COM	17,953	1,753,185	1,931,204
FASTIGHETS AB BALD SER'B'NPV	20,609	147,397	143,247
FIDELITY NATL INFORMATION SVCS INC COM STK	61,208	3,984,622	4,943,770
FORTIVE CORP COM MON STOCK	13,538	1,019,044	1,015,350
GENERAL DYNAMICS CORP COM	9,177	1,655,505	2,418,048
GERRESHEIMER AG NPV (BR)	12,817	1,383,977	942,312
HALLIBURTON CO COM	52,058	1,692,204	1,415,457
HENSOLDT AG COM	58,018	866,993	2,072,679
HESS CORP COM STK	28,261	2,567,086	3,758,996
HEXAGON AB SER'B'NPV	153,452	1,408,750	1,466,573
HOYA CORP NPV	9,800	1,160,225	1,235,601
HUNT J B TRANS SVCS INC COM	7,637	1,305,413	1,303,330
ICON PLC COM	14,599	3,549,614	3,061,556
INFINEON TECHNOLOG ORD NPV (REGD)	29,995	1,233,132	975,278
INFORMA PLC (GB) ORD GBP0.001	241,346	1,954,300	2,413,258
INTL FLAVORS & FRAGRANCES INC COM	12,161	1,301,375	1,028,213
ISRAEL DISCOUNT BK ILS0.10	468,432	1,454,317	3,203,745
JACOBS SOLUTIONS INC COM	9,979	1,123,181	1,333,394
JAMES HARDIE INDUSTRIES PLC	58,949	2,147,556	1,827,468
JASON GROUP INC. COMMON STOCK	15	351,852	—
JD SPORTS FASHION ORD GBP0.0005	394,695	719,932	474,049
JOHNSON CTLS INTL PLC COM USD0.01	47,150	3,163,689	3,721,550
KEURIG DR PEPPER INC COM	81,182	2,582,124	2,607,566
KEYENCE CORP NPV	3,000	1,271,882	1,233,711
KOBE BUSSAN CO LTD NPV	47,500	1,402,278	1,039,705
KRAFT HEINZ CO COM	48,352	1,751,499	1,484,890
L3HARRIS TECHNOLOGIES INC COM	6,457	1,348,509	1,357,778
LAS VEGAS SANDS CORP COM STK	47,701	2,175,192	2,449,923
LITHIA MTRS INC COM CL A	5,644	1,636,395	2,017,335
LONDON STOCK EXCHANGE GROUP ORD GBP0.06918604	20,773	2,321,234	2,935,918
M & T BK CORP COM	4,318	673,321	811,827
MARRIOTT VACATIONS WORLDWIDE CORP COM	586	98,980	52,623
MEDTRONIC PLC COMMON STOCK STOCK	79,373	7,043,731	6,340,315
MERCK & CO INC NEW COM	44,263	3,239,561	4,403,283
MERCK KGAA NPV	16,757	2,917,522	2,427,527
MICROCHIP TECHNOLOGY INC COM	14,800	855,611	848,780
MITSUBISHI ESTATE CO LTD	12,600	204,578	176,421
MITSUI FUDOSAN CO LTD NPV	34,900	259,259	282,025
MIZUHO FINANCIAL GROUP NPV	123,100	2,616,060	3,033,636
MOLSON COORS BEVERAGE COMPANY COM USD0.01 CLASS B	31,392	1,727,080	1,799,389
MTU AERO ENGINES A NPV (REGD)	7,369	1,998,231	2,457,053
NATIONAL GRID ORD GBP0.12431289	107,670	1,292,611	1,281,036
NEXTDC LTD NPV	9,738	79,079	90,861
NIPPON SANJO HOLDINGS CORP	90,500	2,398,154	2,547,544
NOVO NORDISK A/S SER'B'DKK0.1	52,344	4,204,029	4,536,926

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OBIC BUSINESS CONS NPV	29,800	1,384,748	1,315,174
OCCIDENTAL PETE CORP WT EXP	1,726	—	47,551
ORACLE CORP COM	8,870	475,139	1,478,097
PARTNERS GROUP HLG CHF0.01 (REGD)	902	1,329,985	1,224,232
PERMIAN RES CORP CL A	74,931	1,065,277	1,077,508
PHILIP MORRIS INTL COM STK NPV	43,412	3,622,116	5,224,634
PHOENIX FINANCE LTD	130,314	1,331,751	1,901,966
PINNACLE W. CAP CORP COM	42,264	3,085,796	3,582,719
PLAINS GP HLDGS L P LTD PARTNER INT CL ANEW INT LTD PARTNER INT CL A NEW INT	99,818	1,247,977	1,834,655
PROCTER & GAMBLE COM NPV	9,470	1,267,989	1,587,646
PUMA SE NPV	42,609	1,943,591	1,957,235
PVTPL SERTA SIMMONS BEDDING LLC	27,430	559,505	—
QUALCOMM INC COM	13,500	1,430,389	2,073,870
RELX PLC	85,492	2,220,521	3,885,577
RENESAS ELECTRONICS CORPORATION NPV	134,300	1,496,075	1,748,823
SAMPO OYJ/SH CL COMMON STOCK	47,198	1,795,911	1,924,640
SANOFI SPONSORED ADR	80,649	3,907,715	3,889,701
SANRIO CO LTD NPV	68,800	1,379,524	2,425,248
SHIMADZU CORP NPV	49,500	1,366,397	1,405,062
SUN HUNG KAI PROP NPV	16,000	209,144	153,760
SUNCOR ENERGY INC COM NPV 'NEW'	26,695	751,426	952,385
TECHNICOLOR SA	100	129,541	134,226
TECHTRONIC INDUSTR NPV	143,500	1,990,642	1,893,518
THE CIGNA GROUP	6,538	1,339,095	1,805,403
TOROMONT INDUSTRIE COM STK NPV	24,936	1,271,661	1,970,329
TYSON FOODS INC CL A COM (DELAWARE)	20,508	1,041,124	1,177,980
ULVAC INC NPV	28,700	1,889,602	1,126,013
UNICREDIT SPA NPV	67,704	1,917,386	2,700,891
UNITEDHEALTH GROUP INC COM	8,324	3,259,052	4,210,779
US BANCORP	17,249	737,458	825,020
UTEX INDUSTRIES INC COMMON EQUITY	3,367	176,411	123,316
VALERO ENERGY CORP COM STK NEW	12,924	1,022,563	1,584,353
VAT GROUP AG CHF0.10 (REGD)	4,363	2,357,091	1,650,357
VONOVIA SE NPV	9,921	325,899	301,210
WHARF REAL ESTATE HKD0.1	16,000	60,220	40,907
WHLBORGS FAST. AB NPV	13,532	95,615	128,348
WILLIS TOWERS WATSON PLC COM USD0.000115	4,189	881,033	1,312,162
WIX.COM LTD COM ILS0.01	12,099	1,682,224	2,595,840
WPP PLC ORD GBP0.10	146,382	1,563,536	1,516,863
WSP GLOBAL INC COM NPV	7,351	1,318,468	1,292,942
WYNN RESORTS LTD COM	13,998	1,333,067	1,206,068
XCEL ENERGY INC COM	61,019	3,861,175	4,120,003
ADVANCE RES INV REIT	27	60,773	50,234
ALLIED PROPS REAL TRUST UNITS	6,750	210,504	80,491
AMERICAN HEALTHCARE REIT INC COM	4,675	117,341	132,864
AMERICAN HOMES 4 RENT COMMON STOCK	9,394	229,176	351,523
AMERICAN TOWER CORP	946	203,402	173,506
AMERICOLD RLTY TR INC COM	7,816	216,565	167,262
AVALONBAY CMNTYS REIT	2,428	427,537	534,087
BANCO ACTINVER SA CBFI (PROLOGIS)	9,240	17,392	25,734
BIG YELLOW GROUP (PLACING) ORD GBP0.10	4,280	52,718	51,458
BROADSTONE NET LEASE INC COM USD0.00025	7,766	134,789	123,169
CDN APARTMENT PROP TRUST UNITS	3,486	129,980	103,329
COPT DEFENSE PROPERTIES COM STK USD0.01	2,214	59,315	68,523

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COUSINS PPTYS INC	4,872	166,752	149,278
DAIWA HOUSE REIT INVESTMENT CO	52	142,848	76,696
DIGITAL RLTY TR INC COM	1,779	173,131	315,470
EQTY LIFESTYLE PPTYS INC REIT	2,450	171,765	163,169
EQTY RESDNTL EFF 5/15/02	4,088	273,574	293,355
EQUINIX INC COM PAR \$0.001	982	723,897	925,918
ESSEX PPTY TR REIT	773	188,163	220,645
EXTRA SPACE STORAGE INC COM	3,325	394,918	497,420
GAMING & LEISURE PPTYS INC COM	3,623	181,972	174,484
GECINA SA EUR7.50	972	159,277	91,038
GLP J-REIT REIT	94	112,796	73,808
GOODMAN GROUP NPV	23,287	373,280	513,863
HEALTHPEAK OP LLC	9,807	220,326	198,788
INTERRENT REAL EST TRUST UNITS	5,650	59,453	39,875
INVINCIBLE INVESTMENTS CORP REIT	139	56,451	58,551
INVITATION HOMES INC COM	11,055	269,076	353,428
KEPPEL DC REIT	65,223	105,934	104,227
KILROY RLTY CORP COM	2,598	178,252	105,089
KLEPIERRE EUR1.40	8,475	241,081	243,969
LINEAGE INC COM	1,156	93,954	67,707
LINK REAL ESTATE INVESTMENT TRUST UNITS	31,990	228,286	135,283
MAPLETREE IND TST NPV (REIT)	74,910	147,874	121,354
MAPLETREE LOGISTIC NPV (REIT)	94,144	113,338	87,643
MID-AMER APT CMNTYS INC COM	14,257	1,904,281	2,203,704
MIRVAC GROUP STAPLED SECURITIES	70,817	104,183	82,212
NATIONAL STORAGE R REIT STAPLED UNIT	52,002	84,775	75,341
NIPPON ACCOMMODATI REIT	9	49,619	33,615
NIPPON BUILDING FD REIT	145	124,621	112,930
NIPPON PROLOGIS RE REIT	57	101,807	80,843
NNN REIT INC	3,121	132,065	127,493
PROLOGIS INC COM	33,809	3,651,428	3,573,611
PUB STORAGE COM	14,628	3,987,920	4,380,208
REGENCY CTRS CORP COM	4,482	282,708	331,354
RETAIL OPPORTUNITY INVTS CORP COM STK	7,549	103,139	131,051
REXFORD INDL RLTY INC COM	5,077	189,621	196,277
RYMAN HOSPITALITY PPTYS INC COM	2,081	204,341	217,132
SABRA HEALTH CARE REIT INC COM	10,840	173,165	187,749
SAFESTORE HLDGS ORD GBP0.01	10,000	71,058	80,655
SEGRO PLC ORD GBP0.10	24,601	217,699	216,042
SEKISUI HOUSE REIT REIT	162	121,233	79,681
STOCKLAND NPV (STAPLED)	65,715	176,211	195,300
TERRENO RLTY CORP	1,668	93,826	98,646
UNIBAIL-RODAMCO-WESTFIELD	1,644	120,842	123,796
UNITE GROUP ORD GBP0.25	10865	125263	109743
VENTAS INC REIT	9640	530722	567700
VICI PPTYS INC COM	70632	2115427	2063161
VORNADO RLTY TR COM	3223	130487	135495
WELLTOWER INC COM REIT	6357	439794	801173
Subtotal	11,282,183	257,261,436	297,642,509

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Corporate Debt

1011778 B.C. UNLIMITED LIABILITY COMPANY SNR SEC TM LN B6 09-20-2030	318,506	317,710	316,582
19TH HOLDINGS GOLF, LLC DUE 01-27-2029 BEO	390,985	388,045	383,818
AAMSPEC PARENT LLC TERM LOAN B SR SEC 12-12-2031	225,986	224,856	227,115
AAP BUYER INC TERM LOAN B SENIOR SECURED 08-01-2031	191,274	190,796	192,469
ACTION ENVIRONMENTAL GROUP, INC., THE TL SR SECD TL 10-05-2030	98,992	98,358	99,982
ADIENT US LLC TERM LOAN B2 SN SEC TRM LN 01-26-2031	12,597	12,597	12,635
ADMI CORP (AKA ASPEN DENTAL) TERM LOAN B3 SR SEC TL 12-23-2027 USD	124,650	122,257	122,313
ADMI CORP. (AKA ASPEN DENTAL) AMENDMENT NO. 4 REFINANCING T L DUE 12-23-2027 BEO	195,209	184,493	190,735
AI AQUA MERGER SUB, INC. TERM LOAN B 06-16-2028	486,071	484,110	486,071
AI AQUA MERGER SUB INC TERM LOAN B SENIOR SECURED 07-31-2028	28,446	28,446	28,446
AIP RD BUYER CORP. TERM B LOAN (FIRST LIEN) TERM LOAN SENIOR SECURED 12-22-28	340,156	323,148	339,731
AIR NEWCO LLC TERM B LOAN DUE 09-18-2026 BEO	480,833	477,834	460,998
AL GCX HOLDINGS LLC TERM LOAN B SENIOR SECURED DUE 04-20-2029 BEO	78,339	78,045	78,672
AL NGPL HOLDINGS, LLC INITIAL TERM LOAN 04-14-2028	368,020	361,166	368,635
ALBION FINANCING 3 S.A R.L. (ALBION FINANCING LLC) TL B SENIOR SECURED 08-17-29	175,509	175,509	176,971
ALIXPARTNERS, LLP INITIAL DOLLAR TERM LOAN SENIOR SECURED 02-04-2028	393,112	392,333	394,260
ALLIED UNIVERSAL HOLDCO LLC INITIAL U.S.DOLLAR TERM LOAN DUE 05-12-2028 BEO	737,911	732,466	739,689
ALTERRA MOUNTAIN COMPANY SENIOR SECURED TL 05-31-2030	145,441	144,714	146,441
ALTERRA MOUNTAIN COMPANY SENIOR SECURED TL 08-17-2028	429,225	432,980	431,641
ALTICE FINANCING S.A. FIRST LIEN TERM LOAN DUE 10-31-2027 BEO	294,985	289,086	245,330
AMAZON HOLDCO INC SEVEN-YEAR TERM LOAN SENIOR SECURED TLB 07-30-2031	937,500	935,156	933,591
AMERICAN BUILDERS & CONTRACTORS SUPPLY CO INC TERM LOAN 01-22-2031	496,250	495,629	497,491
AMWINS GROUP, LLC FLTGT RT TBL 02-17-2028	809,371	803,766	811,427
ANKURA CONSULTING GROUP LLC TERM LOAN 03-17-2028	578,374	575,014	578,374
ANTICIMEX GLOBAL AB TERM LOAN B SENIOR SECURED 11-16-2028	397,000	397,000	399,481
APPLE BIDCO LLC SENIOR SECURED TERM LOAN 09-22-2028	197,924	195,945	199,038
APPLIED SYSTEMS, INC. TERM LOAN SR SECD TL 02-07-2031	740,138	740,726	746,785
AQ CARVER BUYER INC 2023 1L REFINANCING TERM LN SR SECD TERM LN 8-2-29	354,569	348,806	353,682
ARAMSCO, INC. INITIAL DELAYED DRAW TERMLOAN SR SECD TL 10-05-2030	11,107	10,621	10,293
ARAMSCO, INC. TERM LOAN SENIOR SECURED TERM LOAN10-05-2030	196,750	189,797	182,322
ARCIS GOLF LLC TL SEN 11-24-2028	315,748	313,666	319,301
ARCOSA INC TERM LOAN SENIOR SECURED 08-12-2031	277,451	277,452	279,360
ARDONAGH MIDCO 3 LIMITED SYNDICATED FACILITY B(USD) SENIOR SCD TL 02-17-2031	374,639	372,766	376,512
ASCEND PERFORMANCE MATERIALS OPERATIONS LLC 08-27-2026	156,861	155,242	133,223
ASCENSUS GROUP HOLDINGS INC TLB SENIOR SECURED TERM LOAN 08-02-2028	644,252	641,670	649,084
ASP BLADE HOLDINGS INC SECURED TERM LOANB DUE 10-07-2028 BEO	134,489	133,817	77,908
ASPIRE BAKERIES HOLDINGS LLC TERM LOAN SENIOR SECURED 12-13-2030	254,395	252,251	256,303
ASSUREDPARTNERS, INC TERM LOAN B5 SR SECD TL 02-08-2031	1,140,995	1,143,855	1,142,490
ASTEROID PVT 8.5% DUE 11-15-2029	150,000	150,000	151,389

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ASTRA ACQUISITION CORP INITIAL TRANCHE B SENIOR SECURED TERM LOAN 10-25-2028	270,223	269,780	13,511
ASTRA ACQUISITION CORP NEW MONEY TRANCHEA TERM LOAN SR SECD 02-25-2028	220,129	214,673	143,084
ATHENAHEALTH GROUP INC. INITIAL TERM LOAN SENIOR SECURED DUE 02-15-2029	739,388	720,461	740,180
ATLAS CC ACQUISITION CORP. TERM LOAN B DUE 04-28-2028 BEO	493,013	401,777	329,333
ATLAS CC ACQUISITION CORP. TERM LOAN C DUE 02-28-2028 BEO	100,274	81,717	66,983
AUTOKINITON US HOLDINGS INC TERM LOAN B SENIOR SECURED TERM LOAN 04-06-2028	427,423	425,110	424,149
AVIENT CORPORATION TERM LOAN B SENIOR SECURED 08-29-2029	117,770	117,770	118,090
AZALEA TOPCO, INC TERM LOAN B SEN SEC 04-30-2031	66,230	65,567	66,354
BARENTZ INTERNATIONAL B.V (USD) TERM LOAN SENIOR SECURED 03-30-2031	208,194	207,153	208,846
BAYOU INTERMEDIATE II LLC TERM LOAN B SR SECURED TL 05-13-2028 USD	197,039	192,106	196,546
BCP RENAISSANCE PARENT LLC TLB3 10-31-2028	399,429	398,707	402,009
BCPE PEQUOD BUYER INC TL 09-19-2031	338,889	337,194	341,370
BELFOR HOLDINGS INC. (USD) TERM LOAN B SENIOR SECURED TERM LOAN 10-25-2030	212,942	210,812	215,071
BELRON FINANCE US LLC USD TERM LOAN B SENIOR SECURED 10-01-2031	822,938	820,880	829,628
BERLIN PACKAGING LLC TL 05-09-2031	219,450	218,901	220,523
BIFM CA BUYER INC TLB SENIOR SECURED 05-31-2028	645,668	627,975	650,510
BIP PIPECO HOLDINGS LLC TERM LOAN SENIOR SECURED TERM	254,882	254,482	255,392
BLERIOT US BIDCO INC 2023 TERM LOAN SENIOR SECURED TERM LOAN 10-30-2028	411,632	410,913	413,497
BOOST NEWCO BORROWER LLC TERM LOAN SENIOR SECURED 01-31-2031	878,233	878,233	881,711
BROWN GROUP HOLDINGS, LLC INITIAL TERM LOAN DUE 06-07-2028	451,740	447,779	453,081
BROWN GROUP HOLDINGS, LLC TLB2 DUE 07-08-2029 BEO	288,770	287,004	289,411
CACI INTERNATIONAL INC TERM LOAN B SENIOR SECURED 10-17-2031	176,271	175,831	176,382
CAESARS ENTERTAINMENT, INC. TERM B1 LOANSR SECD TL 01-27-2031	505,801	504,537	505,958
CAMELOT US ACQUISITION LLC AMENDMENT NO.6 REFINANCING TL SR SECD TL 01-31-2031	402,307	401,180	401,680
CAST & CREW PAYROLL LLC LIEN1 TL DUE 12-08-2028 BEO	731,150	724,814	707,505
CCC INTELLIGENT SOLUTIONS INC. DUE 09-17-2028	296,183	296,183	297,030
CCI BUYER INC INITIAL TERM LOAN FIRST LIEN SENIOR SECURED 12-17-2027	60,856	59,940	60,834
CE INTERMEDIATE I LLC TERM LOAN DUE 11-10-2028 BEO	496,173	491,361	497,206
CEDAR FAIR LP TERM LOAN 04-18-2031	666,376	666,711	667,415
CELESTIAL-SATURN PARENT INC TERM LOAN DUE 06-02-2028 BEO	792,832	767,142	781,788
CELESTICA INC TERM LOAN B SENIOR SECURED TERM LOAN 06-20-2031	612,377	612,999	613,143
CERTARA HOLDCO, INC. SR SEC INITIAL TERM LOAN 06-26-2031	349,697	349,697	349,697
CHART INDUSTRIES INC SEN SEC 1ST LIEN TERM LOAN 03-15-2030	274,475	274,727	275,277
CHG HEALTHCARE SERVICES INC TLB2 09-29-2028	397,990	397,990	400,808
CHRYSAOR BIDCO S A R L SENIOR SECURED TERM LOAN B (USD) 05-14-2031	42,751	42,750	43,040
CHRYSAOR BIDCO SA RL DELAYED TL 05-14-2031	3,162	3,162	3,183
CIENA CORP REFINANCING TERM LOAN (2020) 09-26-2025	358,951	357,784	359,848
CITADEL SECS LP TLB 10-31-2031	598,628	592,470	599,987
CITCO FUNDING LLC TLB TERM LOAN 04-27-2028	248,747	249,994	250,478
CLARIOS GLOBAL LP SENIOR SECURED TERM LOAN B 06-05-2030	569,733	570,923	571,443
CLARK EQUIPMENT COMPANY DOOSAN BOBCAT/DOOSAN INFRA 6/24 TL 04-20-2029	75,082	75,082	75,238

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CLEAN HARBORS INC TERM LOAN B SENIOR SECURED 10-09-2028	176,614	176,393	177,850
COHERENT CORP TERM LOAN B SENIOR SECURED 07-02-2029	470,446	470,549	470,935
COMMERCEHUB INC 2022 INCREMENTAL LN SNR SCD TL 12-29-2027	157,480	149,981	154,068
COMMERCEHUB INC INITIAL TERM LOAN (FIRST LIEN) DUE 12-29-2027 BEO	287,105	287,960	271,762
COMMSCOPE INC TERM LOAN FIRST LIEN SENIOR SECURED 12-18-2029	240,801	239,385	243,361
CONCENTRA HEALTH SERVICES INC TLB 06-26-2031	249,375	249,063	250,934
CONNECTWISE LLC TLB DUE 09-24-2028 BEO	507,432	500,383	510,076
CONSTR PARTNERS INC SENIOR SECURED TERM LOAN B 10-29-2031	105,720	105,455	106,051
CORE & MAIN LP TRANCHE D TERM LOAN SENIOR SECURED TERM LOAN 07-27-2028	679,557	674,292	679,842
COREL CORPORATION (COREL INC) INITIAL TERM LOAN (FIRST LIEN) DUE 07-02-2026 BEO	254,327	254,109	211,887
CORNERSTONE BUILDING BRANDS INC TERM LOAN B DUE 04-12-2028 BEO	440,135	427,082	419,339
CORNERSTONE ONDEMAND INC INITIAL TERM LOAN (FIRST LIEN) SR SECD TL 10-16-2028	435,021	424,967	380,861
CORPAY TECHNOLOGIES OPERATING COMPANY LLC TERM B-5 LOAN 04-28-2028	303,014	302,383	302,527
CORPORATION SERVICE COMPANY INITIAL TRANCHE B USD TERM LN SR SECU 11-02-2023	194,171	188,346	195,022
CPI HOLDCO B LLC TL 05-10-2031	598,500	597,004	596,788
CPI HOLDCO B LLC TLB 05-16-2031	187,264	186,328	187,030
CPM HOLDINGS, INC. - TERM LOAN SENIOR SECURED TERM LOAN 09-22-2028	375,116	373,447	363,030
CQP HOLDCO LP TL SENIOR SECURED 12-31-2030	715,191	715,787	715,906
CUBE INDLS BUYER INC SENIOR SECURED TLB 10-09-2031	260,390	260,489	261,692
CVET MIDCO 2 L.P. INITIAL TERM LOAN FIRST LIEN SENIOR SEC 10-13-2029	305,923	290,801	293,515
DAYFORCE, INC. TERM LOAN B SENIOR SECURED 03-03-2031	796,000	795,503	799,980
DECHRA PHARMACEUTICALS HLDGS LTD TLB 04/12/2031	76,108	75,917	76,560
DEERFIELD DAKOTA HOLD LLC FKA CORP AKA DUFF & PHELPS TLB 03-05-2027	153,294	148,291	149,653
DEXKO GLOBAL INC TERM LOAN 10-04-2028	49,872	47,752	46,999
DRW HOLDINGS LLC TLB SENIOR SECURED TERM LOAN 06-17-2031	485,088	483,322	484,685
EAGLEVIEW TECHNOLOGY CORPORATION TERM LOAN DUE 08-14-2025 BEO	472,838	442,170	446,387
EIG INVESTORS CORP. FLTGT RT TBL 01-27-2028	—	—	—
EMG UTICA MIDSTREAM HOLDINGS LLC TLB SENIOR SECURED 10-24-2029	147,936	146,457	148,491
ENERGIZER HOLDINGS INC TERM LOAN SENIOR SECURED 12-22-2027	456,574	457,716	457,003
ENTAIN HOLDINGS (GIBRALTAR) LIMITED TERM LOAN (USD) DUE 03-29-2027 BEO	98,469	98,469	98,695
ENTAIN PLC TERM LOAN (USD) SENIOR SECURED TL 10-31-2029	296,252	293,290	296,869
EP PURCHASER, LLC 2023 INCREMENTAL TERM LOAN 06-11-2028	21,253	21,199	21,306
EPIC CRUDE SERVICES LP TERM LOAN SENIOR SECURED 10-15-2031	150,000	149,250	151,179
EQUINITI GROUP PLC TERM LOAN B (USD) DUE 10-29-2028	389,494	385,090	393,875
ESCAPE VELOCITY HOLDINGS, INC. INITIAL TERM LOAN (FIRST LIEN) 10-08-2028	497,442	498,064	495,890
EVERCOMMERCE SOLUTIONS INC. TERM LOAN 07-06-2028 BEO	243,978	243,367	245,503
EVEREST SUBBIDCO TLB2 SENIOR SECURED 08/12/2031	66,222	65,560	65,808
EVEREST SUBBIDCO USD TLB1 SENIOR SECURED 08/12/2031	132,943	131,613	132,112
EVERTEC GROUP LLC TERM LOAN B SECOND SECURED TERM LN 12/10/2030	315,000	310,275	319,331
FERTITTA ENTERTAINMENT LLC INITIAL B TERM LN SENIOR SECURED TERM LOAN 01-27-2029	269,011	268,847	269,786
FINCO I LLC 2024 REPLACEMENT TERM LOAN SENIOR SECURED 06-27-2029	386,593	386,521	387,656

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FINTHRIVE SOFTWARE INTER HOLDINGS INC TLA 12-17-2028	75,292	70,317	74,288
FINTHRIVE SOFTWARE INTER HOLDINGS INC TRANCHE B TERM LOAN FIRST LIEN 12-17-2028	275,597	269,792	272,152
FINTHRIVE SOFTWARE INTERMEDIATE HOLDINGSTRANCHE C TERM LOAN 12-17-2028	194,755	190,761	167,489
FIRST ADVANTAGE HLDGS LLC SENIOR SECURED TLB 09-19-2031	402,748	400,951	406,651
FIRST BRANDS GROUP LLC 2021 TERM LOAN FIRST LIEN 03-30-2027	225,506	225,655	211,225
FIRST BRANDS GRP LLC INCREMENTAL TERM LOAN SENIOR SECURED TRM LOAN 3-30-27	123,789	123,321	115,666
FLEET MIDCO I LIMITED TLB SENIOR SECURED 02-21-2031	93,588	93,120	94,056
FLEETPRIDE INC TERM B LOAN (FIRST LIEN) SENIOR SECURED TERM LOAN 09-27-2028	73,328	72,228	68,046
FLEXSYS HOLDINGS INC INITIAL TERM LOAN (FIRST LIEN) SNR SECD TL 11-01-2028	193,019	189,159	147,177
FLYNN RESTAURANT GROUP LP SERIES 2021 TERM LOAN (FIRST LIEN) DUE 12-01-2028	597,765	591,699	599,409
FOCUS FINANCIAL PARTNERS LLC DELAYED DRAW TERM LOAN SENIOR SECURED TL 09-11-2031	28,920	28,920	29,162
FOCUS FINANCIAL PARTNERS LLC TERM LOAN B-8 SENIOR SECURED 09-11-2031	269,266	268,593	271,520
FORM TECH LLC TERM LOAN 04-15-2030	400,000	390,000	391,000
FORM TECHNOLOGIES LLC FLTG RT TBL 07-22-2025	147,698	137,703	144,744
FORMULA ONE MANAGEMENT DELAYED DRAW TERM LOAN B-2 SENIOR SECURED 09-10-2031	109,978	109,978	110,143
FORMULA ONE MANAGEMENT LIMITED TERM LOAN B1 SENIOR SECURED 09-10-2031	219,955	219,955	220,285
FOUNDATION BUILDING MATERIALS HOLDING COMPANY LLC TERM LOAN 01-31-2028	507,991	502,475	499,522
FRANKLIN SQUARE HOLDINGS L P TERM B LOANSENIOR SECURED 04-18-2031	36,968	36,737	37,153
FUGUE FINANCE B.V TERM LOAN (FIRST LIEN)12-05-2031	145,751	145,751	146,905
FUGUE FINANCE LLC TERM LOAN SNR SECD TL 01-31-2028	279,544	277,591	281,758
GALAXY US OPCO INC. INITIAL TERM LOAN DUE 04-19-2029 BEO	330,915	314,088	292,860
GENERAC POWER SYSTEMS TERM LOAN TL 06-12-2031	112,906	112,765	113,471
GENESEE & WY INC TLB 04-04-2031	573,563	570,695	571,870
GEOSYNTEC CONSULTANTS INC TERM LOAN SENIOR SECURED 07-24-2031	150,000	149,250	150,938
GFL ENVIRONMENTAL INC 2024 REFINANCING TERM LOAN SENIOR SECURED TL 07-03-2031	170,651	170,224	170,837
GIP PILOT ACQUISITION PARTNERS LP AMEN NO 1 REFINANCING TL SR SECD 10-4-30	186,885	186,762	187,820
GLASS CONTAINER ACQUISITION LLC TERM LOAN 12-07-2025	430,882	429,316	323,161
GO DADDY OPERATING COMPANY LLC TRM LN B 5 SENIOR SECURED TRM LN 11-09-2029	415,209	414,690	414,914
GOLDEN STATE FOODS LLC TLB SENIOR SECURED 10-07-2031	263,776	261,797	265,836
GOOSEHEAD INS HLDGS LLC TLB 12-11-2031	172,612	172,180	173,475
GRINDING MEDIA INC TERM LOAN B (FIRST LIEN) 10-12-2028	335,954	331,806	337,214
GUGGENHEIM PRTNRS INVEST MGMT HLDGS LLC TERM LOAN B SENIOR SECURED 11-26-2031	203,762	203,253	204,271
GULFSIDE SUPPLY INC TLB 05-29-2031	225,735	225,573	226,468
GYP HOLDINGS III CORP 2024 REFINANCING TERM LOAN SR SECD TL 05-12-2030	299,520	298,843	299,709
HARBOURVEST PARTNERS L P 2024 B TERM LOAN SENIOR SECURED TL 04-18-2030	284,851	281,893	285,207
HERSCHEND ENTERTAINMENT COMPANY LLC TERM LOAN SR SEC TL 08-27-2028	530,119	531,480	531,667
HEXION HOLDINGS CORPORATION TLB 03-15-2029	311,181	305,497	310,939
HIGHTOWER HOLDING LLC TLB TERM LOAN 04-21-2028	413,181	409,876	414,731
HILTON DOMESTIC OPERATING CO INC. TERM LOAN B4 SR SECD TL 11-06-2030	497,011	495,995	499,188
HUB INTL LTD TERM LOAN 06-20-2030	1,170,374	1,170,358	1,176,226

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HUDSON RIVER TRADING LLC TLB 03-18-2030	451,412	447,186	452,540
HYPERION REFINANCE S.A R.L (USD) TERM LOAN B SENIOR SECURED 02-15-2031	802,063	797,692	806,619
IDEMIA GROUP B5 TERM LOAN SENIOR SECURED TERM LOAN 01-19-2029	557,698	545,668	563,275
IGT HOLDING IV AB TERM LOAN (USD) DUE 03-31-2028	151,065	150,687	151,631
INEOS ENTERPRISES HOLDINGS US FINCO LLC TERM LN B USD SR SECD TERM LN 06-23-2030	297,000	292,545	297,371
INEOS QUATTRO HLDGS UK LTD (USD) TERM LOAN B SENIOR SECURED 10-01-2031	76,365	75,601	77,033
INEOS US FINANCE LLC NEW USD TERM LOAN B SENIOR SECURED 02-10-2030	299,507	298,077	300,576
INEOS US FINANCE LLC TERM LOAN B SENIOR SECURED 02-07-2031	129,088	127,797	129,976
INEOS US PETROCHEM LLC USD TL SENIOR SEC TRM LN 03-09-2029	222,320	217,874	223,710
INGRAM MICRO INC SENIOR SECURED TERM LOAN 09-22-2031	282,273	282,454	283,684
INSTALLED BUILDING PRODUCTS INC TRANCH EB-3 TERM LOAN SENIOR SECURED 03-28-2031	243,323	243,018	243,476
INSULET CORPORATION 2024-A INCREMENTAL TERM LOAN SENIOR SECURED 08-04-2031	294,904	294,167	296,305
IRB HOLDING CORPORATION TLB 12-15-2027	1,007,890	997,590	1,008,112
JAGGAER LLC TERM LOAN SR SEC 10-08-2032	86,986	86,769	86,551
JANE STR GROUP LLC 1ST LIEN TERM LOAN SENIOR SECURED 12-11-2031	510,935	508,319	508,728
JASON GROUP INC. FLTGT RT TBL 08-28-2025	134,016	130,390	119,945
JEFFERIES FIN LLC TLB 10-09-2031	143,416	141,982	143,865
JOHN BEAN TECHNOLOGIES CORPORATION TERM LOAN B SENIOR SECURED 10-09-2031	49,878	49,753	50,127
JOHNSTONE SUPPLY LLC TLB 06-09-2031	186,277	186,234	186,696
K MAC HOLDINGS CORP. DUE 06-23-2028	453,468	453,926	455,568
KBR INC TERM B FACILITY SENIOR SECURED TERM LOAN 01-17-2031	283,857	283,224	284,238
KKR APPLE BIDCO LLC TERM LOAN DUE 09-22-2028	194,478	190,578	195,345
KODIAK BP LLC TERM LOAN B SENIOR SECURED 11-26-2031	340,000	338,300	339,878
LASERSHIP INC TRANCHE B1 TERM LOAN SENIOR SECURED 01-02-2029	526,486	530,135	397,497
LASERSHIP, INC TRANCHE A TERM LOAN 01-02-2029	165,904	155,553	172,437
LASERSHIP, INC. TRANCHE C TERM LOAN SR SEC 01-02-2029	48,718	50,769	38,325
LASERSHIP, INC. TRANCHE E TERM LOAN SR SEC 01-02-2029	93,251	97,178	34,192
LEIA FINCO US LLC SR SEC TERM LOAN 07-02-2031	250,000	248,125	249,570
LERNEN BIDCO LIMITED TERM LOAN B SENIOR SECURED 10-01-2031	41,627	41,419	42,044
LGC LTD TERM LOAN (USD) 01-20-2027	224,039	220,687	222,500
LIGHT AND WONDER INTERNATIONAL INC 2024 REFINANCED TL SR SECD 04-16-2029	379,137	368,024	380,153
LS GROUP OPCO ACQUISITION LLC TERM LOAN B SENIOR SECURED TERM LOAN 04-15-2031	350,196	349,800	351,617
LSF12 BADGER BIDCO LLC TERM LOAN B SENIOR SECURED TL 07-25-2030	294,408	285,576	289,256
LTI HOLDINGS INC TERM LOAN B SENIOR SECURED 07-19-2029	60,062	59,236	60,092
LUXEMBOURG INVESTMENT COMPANY 428 S.A.R.L. TBL 10-20-2028 BEO	330,448	326,137	4,544
M6 ETX HOLDINGS II MIDCO LLC - TERM LOAN B 08-10-2029 BEO	99,840	97,344	100,179
MADISON SAFETY FLOW LLC TERM LOAN B SENIOR SECURED 09-19-2031	84,059	83,848	84,610
MAJORDRIVE HOLDINGS IV LLC TERM LOAN 05-12-2028	90,726	90,991	88,264
MARCEL BIDCO LLC TLB 11-11-2030	290,777	286,415	294,412
MAUSER PACKAGING SOLUTIONS HOLDING COMPANY TL B SR SECURED 04-15-2027	634,393	630,718	638,244
MAXLINEAR, INC. COV-LITE TERM LOAN B 06-16-2028	250,000	250,000	240,235
MH SUB I LLC MICRO HOLDING CORP 2023 MAY INCREMENTAL TL SR SEC TL 04-25-2028	562,031	558,894	561,930

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MINERALS TECHNOLOGIES INC SENIOR MEZZANINE TERM LOAN B 11-12-2031	172,752	172,536	173,184
MINIMAX VIKING FAC B1D 31/07/2028	393,451	394,159	395,991
MIRION TECHNOLOGIES INC TERM LOAN (FIRST LIEN) SENIOR SECURED 10-20-2028	350,203	350,203	351,187
MISTER CAR WASH HOLDINGS INC TERM LOAN SENIOR SECURED 03-21-2031	178,912	178,912	179,583
MITNICK CORPORATE PURCHASER INC TERM LOAN SENIOR SECURED DUE 05-02-2029 BEO	345,051	321,415	320,152
MIWD HOLDCO II LLC TERM LOAN SENIOR SECURED 03-20-2031	120,974	120,369	122,015
MKS INSTRUMENTS INC (USD) TLB 08-17-2029	341,835	340,521	342,478
MOSEL BIDCO SE TERM LOAN (USD) SENIOR SECURED TERM LOAN 07-31-2030	97,777	96,799	98,755
MOTION FINCO SARL (USD) DOLLAR DENOMINATED TL SENIOR SECURED TL 11-30-2029	381,291	380,209	376,525
MRC GLOBAL US INC SENIOR SECURED TERM LOAN B 10-24-2031	39,136	38,940	39,429
NEON MAPLE US DEBT MERGERSUB INC TERM LOAN B1 07-18-2031	361,087	357,927	361,426
NGP XI MIDSTREAM HOLDINGS LLC NGP MIDSTREAM TLB SR SECRD TL 07-17-2031	291,667	288,750	293,854
NIC ACQUISITION CORP FLTGT RT TBL 12-29-2027	138,999	132,690	123,998
NOMAD FOODS LTD TERM LOAN B-4 SENIOR SECURED TERM LOAN 11-08-2029	396,000	396,495	396,824
OLDCASTLE BUILDINGENVELOPE, INC. TERM LOAN B SENIOR SECURED 04-14-2029	118,025	107,039	116,603
ONEDIGITAL BORROWER LLC TERM LOAN (FIRSTLIEN) SENIOR SECURED 06-13-2031	612,996	609,911	613,781
ONEDIGITAL BORROWER LLC TERM LOAN (SECOND LIEN) SENIOR SECURED TL 06-14-2032	200,000	199,000	198,876
OPEN TEXT CORPORATION 2023 REPLACEMENT TERM LOAN SENIOR SECURED TL 01-31-2030	548,173	533,784	547,899
OSMOSE UTILITIES SERVICES INC TERM LOAN DUE 06-17-2028	172,587	171,938	172,696
OVER DRIVE INC NEW FIRST LIEN TL SR SECDTL 12-08-2028 BEO	104,557	103,963	105,184
OVG BUSINESS SERVICES LLC TLB SENIOR SECURED TERM LOAN 06-14-2031	399,000	397,005	399,499
PACIFIC DENTAL SERVICES LLC TERM LOAN B SENIOR SECURED 03-07-2031	362,984	362,344	365,082
PAINT INTERMEDIATE III LLC INITIAL TERM B LOAN SENIOR SECURED 09-11-2031	84,650	84,227	84,968
PAR PETROLEUM LLC INITIAL LOAN (FIRST LIEN) SENIOR SECD TERM LOAN 02-28-2030	127,739	125,823	127,260
PATAGONIA HOLDCO LLC AMENDMENT NO.1 TM LN SENR SECURED TM LN DUE 08-01-2029	425,194	348,659	376,509
PENN NATIONAL GAMING INC TERM LOAN B DUE05-03-2029 BEO	106,033	106,298	106,298
PERATON CORP. FLTGT RT TBL 02-26-2029	146,567	113,589	118,139
PERATON CORP. TERM B LOAN (FIRST LIEN) DUE 02-01-2028 BEO	955,569	940,419	887,284
PIKE CORP FLTGT RT TBL 01-21-2028	100,000	100,000	100,670
PLASTIPAK HOLDINGS INC TRANCHE B TERM LOAN SENIOR SECURED 12-01-2028	359,059	357,264	360,021
PMHC II, INC. INITIAL TERM LOAN SENIOR SECURED TERM LOAN 04-23-2029	614,656	575,790	604,926
PODS FDG CORP II PODS, INC. DUE 03-31-2028 BEO	349,098	324,937	325,733
POINTCLICKCARE TECH INC TLB SENIOR SECURED 10-10-2031	213,002	210,407	214,067
POLAR US BORROWER LLC SENIOR SECURED TERM B-1 LOAN 10-16-2028	215,621	206,901	154,600
POLARIS NEWCO LLC TLB LIEN1 06-02-2028 USD	934,994	931,626	935,948
PRECISION MEDICINE GROUP, LLC FLTGT RT TBL 11-18-2027	168,004	165,778	167,742
PRO MACH GROUP INC TERM LOAN B SENIOR SECURED 08-31-2028	122,794	122,794	123,695
PROAMPAC PG BORROWER LLC TERM LOAN SENIOR SECURED 09-15-2028	872,463	868,858	874,208
PROJECT RUBY ULTIMATE PARENT CORP TERM LOAN B SENIOR SECURED 03-10-2028	347,557	347,246	348,787

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PROTECTIVE INDUSTRIAL PRODUCTS, INC. FLTG RT TBL 12-29-2027	248,711	248,089	248,400
PVTPL JONES DESLAURIERS INS MGMT INC 8.5% 03-15-2030	400,000	400,000	420,984
PVTPL LEVEL 3 FING INC 3.875% DUE 10-15-2030 BEO	125,000	86,563	99,763
PVTPL STONEX GROUP INC 7.875% 03-01-2031	250,000	250,000	261,451
PVTPL TRIMAS CORP 4.125% DUE 04-15-2029/03-29-2021 BEO	275,000	275,000	252,380
PVTPL VFH PARENT LLC 7.5% 06-15-2031	140,000	140,000	143,997
QUEST SOFTWARE US HOLDINGS INC INITIAL TERM LN SR SECD TERM LN 02-01-2029	1,222,586	1,025,000	609,386
QUIKRETE HOLDINGS INC (2031) TERM LOAN BSENIOR SECURED TERM LOAN 03-25-2031	248,125	247,505	247,842
QUIKRETE HOLDINGS INC TRANCHE B-2 TERM LOAN FIRST LIEN SR SEC 03-19-2029	297,750	297,750	297,408
RADIOLOGY PARTNERS INC TERM LOAN B SENIOR SECURED 01-31-2029	318,262	308,647	313,806
RAISING CANES RESTAURANTS LLC TERM LOAN B SENIOR SECURED	237,710	237,525	238,304
REALPAGE INC INITIAL TERM LOAN (FIRST LIEN) DUE 04-24-2028 BEO	765,493	756,720	763,235
REDSTONE INITIAL TERM LOAN (FIRST LIEN) DUE 04-27-2028 BEO	300,346	288,357	177,366
REWORLD HOLDING CORPORATION TERM LOAN B SENIOR SECURED 11-30-2028	—	—	—
REYNOLDS CONSUMER PRODUCTS, INC. TERM LOAN 01-29-2027	424,796	425,327	425,896
ROCKPOINT GAS STORAGE PARTNERS LP TLB SENIOR SECURED 09-12-2031	331,178	327,866	332,999
RVR DEALERSHIP HOLDINGS, LLC TERM LOAN SENIOR SECURED 02-08-2028	394,543	394,376	371,151
RYAN SPECIALTY LLC 2024 TERM LOAN SENIORSECURED 09-11-2031	746,134	747,690	747,999
RYMAN HOSPITALITY PTYS INC SENIOR SECURED TLB 05-18-2030	191,019	189,586	190,839
RYMAN HOSPITALITY PROPERTIES INC TERM LOAN B SENIOR SECURED 05-18-2030	(478)	(478)	(477)
SANDISK CORPORATION TERM LOAN B SENIOR SECURED 13-15-2031	683,920	673,661	671,096
SAVAGE ENTERPRISES LLC TLB 1 SENIOR SECURED 09-15-2028	178,380	177,934	179,433
SBA SENIOR FINANCE II LLC INITIAL TERM LOAN SR SECD TL 01-25-2031	662,231	661,510	662,006
SEAWORLD PARKS & ENTERTAINMENT INC TERM LOAN B-3 SENIOR SECURED 11-19-2031	653,433	648,010	651,257
SEDGWICK CLAIMS MANAGEMENT SERVICES INC SENIOR SECURED TERM LOAN 02-24-2028	872,036	865,204	876,396
SELECT MED CORP TERM LOAN B SENIOR SECURED 11-18-2031	70,813	70,725	70,961
SERTA SIMMONS BEDDING LLC INITIAL TERM LOAN SENIOR SECURED 06-29-2028	6,178	6,070	6,147
SERTA SIMMONS BEDDING LLC INITIAL TERM LOAN SENIOR SECURED TERM LOAN 06-29-2028	56,621	81,024	47,582
SERVICE LOGIC ACQUISITION INC TLB 10-29-2027	148,483	148,483	149,319
SHARP SERVICES LLC TLB SENIOR SECURED 12-31-2028	423,314	420,667	426,755
SIGNIA AEROSPACE LLC DELAYED TL 11-21-2031	43,077	42,969	42,996
SIGNIA AEROSPACE LLC TERM LOAN SENIOR SECURED 11-21-2031	516,923	515,631	515,956
SK NEPTUNE HUSKY FINANCE SARL INITIAL TERM LOAN 04-30-2024	71,674	59,712	53,755
SKILLSOFT FINANCE II INC INITIAL TERM LOAN DUE 07-14-2028 BEO	368,393	362,867	320,450
SOLARWINDS HOLDINGS INC TERM LOAN B SENIOR SECURED 02-05-2030	500,000	501,875	502,085
SOLIAANT LOWER INTERMEDIATE LLC COV-LITE TL SENIOR SECURED 06-20-2031	328,245	329,065	324,962
SONRAVA HEALTH HOLDINGS LLC SECOND-OUT TL TRANCHE A SR SECD 08-18-2028	519,332	268,385	211,197
SONRAVA HEALTH HOLDINGS LLC SR SEC FIRST-OUT TERM LOAN (TRANCHE A-1) 18/05/2028	132,064	112,867	132,890
SOTERA HEALTH HOLDINGS LLC TERM B LOAN SENIOR SECURED TERM LOAN 05-23-2031	164,476	163,800	164,579
SOUTHERN VETERINARY PARTNERS LLC TL SNR SCD 10-31-2031	292,117	289,460	293,869

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SOVOS COMPLIANCE LLC (FKA TAXWARE LLC) INITIAL TL(FIRST LIEN) 08-11-2028	115,557	111,657	116,253
SRAM CORP SRAM, LLC TERM LOAN B 05-12-2028	354,172	352,819	355,649
SS&C TECHNOLOGIES HLDGS INC TERM LN B-8 SNR SECD 04-29-2031	616,968	620,081	618,363
STARWOOD PROPERTY MORTGAGE LLC TERM LOANB SENIOR SECURED 11-18-2027	64,909	64,909	64,747
STARWOOD PROPERTY MORTGAGE, L.L.C. (USD)TLB TERM LOAN SR SEC 12-12-2029	264,960	264,298	263,967
STARWOOD PROPERTY TRUST, INC. TERM LOAN 07-10-2026	292,024	283,240	292,024
STORABLE INC INITIAL TERM LOAN (FIRST LIEN) DUE 04-17-2028 BEO	388,147	386,691	390,452
SUMMIT ACQUISITION INC TERM LOAN B SENIOR SECURED 10-10-2031	123,312	122,695	123,928
SUMMIT MATERIALS LLC INCREMENTAL TL B SENR SEC TL 11-30-2028	211,973	211,443	212,011
SURGERY CENTER HOLDINGS, INC SENIOR SECURED TERM LOAN B 12-19-2030	330,769	328,380	333,028
SYCAMORE BUYER LLC FIRST LIEN TERM LOAN BDUE 09-24-2028 BEO	239,873	233,260	239,648
SYNECHRON INC TERM LOAN B SENIOR SECURED 09-26-2031	199,378	197,384	200,624
TACALA INVESTMENT CORP TLB 01-31-2031	440,039	438,939	442,604
TECHNIMARK LLC TERM LOAN DUE 06-30-2028 BEO	564,564	563,234	563,508
TEMPO ACQUISITION, LLC SIXTH INCREMENTAL TERM LOAN SENIOR SECURED 08-31-2028	608,703	608,703	610,511
TEMPUR SEALY INTL INC TLB 10-03-2031	300,000	298,500	300,468
TENEO HOLDINGS LLC TERM LOAN B SENIOR SECURED 03-11-2031	103,637	102,601	104,458
THERAPY BRANDS HOLDING LLC TERM LOAN (FIRST LIEN) 05-12-2028	407,185	405,149	343,562
THEVELIA (US) LLC TERM LOAN B SENIOR SECURED TERM LOAN 06-18-2029	401,486	396,784	403,493
TI GROUP AUTOMOTIVE SYSTMS, L.L.C. RFINANCNG US TL SR SEC TL 12-16-2026 USD	424,435	426,463	424,703
TKO GROUP HLDGS INC SNR SCD TLB 11-14-2031	831,584	830,545	835,177
TMS INTERNATIONAL CORP TLB TERM LOAN 03-02-2030	299,064	299,812	300,933
TOPGOLF CALLAWAY BRANDS CORP 03-15-2030	554,808	549,729	551,801
TRANS UN LLC TERM LOAN B8 SENIOR SECURED 06-11-2031	402,023	401,018	401,143
TRANSDIGM INC TERM LOAN J SR SECD TL 02-14-2031	557,590	558,168	558,342
TRAVERSE MIDSTREAM PARTNERS LLC TERM LOAN(FIRST LIEN) SENIOR SECURED 02-16-2028	377,479	377,951	378,895
TRC COMPANIES INC TERM LOAN DUE 11-17-2028 BEO	248,087	248,397	249,947
TRICORBRAUN INC CLOSING DATE INITIAL TERM LOAN (FIRST LIEN)DUE 03-03-2028	551,293	548,822	550,395
TTM TECHNOLOGIES INC TLB SENIOR SECURED 05-30-2030	138,077	136,696	138,019
ULTRA CLEAN HOLDINGS INC TERM LOAN B SENIOR SECURED 02-28-2028	214,221	214,100	215,695
UNITED TALENT AGENCY, LLC TERM LOAN B SENIOR SECURED 07-07-2028	223,313	223,313	224,429
US RADIOLOGY SPECIALISTS INC US OUTPAT IENT US RADI SEN SEC TL 12-15-2027	616,699	614,281	619,937
VANTAGE SPECIALTY CHEMICALS INC TERM LN B SR SECD TERM LN 10-26-2026	494,361	490,036	486,946
VERTIV GROUP CORPORATION TERM LOAN B FIRST LIEN SENIOR SECURED 03-02-2027	634,573	627,657	634,706
VESTIS CORP TERM LOAN SENIOR SECURED 02-15-2031	108,540	108,269	108,608
VETSTRATEGY CANADA HOLDINGS INC TLB 12-12-2028	30,927	30,308	31,139
VFH PARENT LLC TERM LOAN B SENIOR SECURED 06-13-2031	750,000	748,125	751,410
VIRGIN MEDIA BRISTOL LLC TERM LOAN 01-03-2028	130,608	126,719	129,574
VIRGIN MEDIA BRISTOL LLC TERM LOAN Q DUE01-31-2029 BEO	450,012	444,443	447,060
VIRTUSA CORPORATION TERM LOAN SENIOR SECURED 02-15-2029	240,069	232,708	241,495
VS BUYER LLC TERM LOAN B SENIOR SECURED 04-12-2031	553,812	546,515	557,273
WAND NEWCO 3 INC TERM LOAN B SENIOR SECURED TERM LOAN 01-30-2031	40,879	40,652	41,005

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WAYSTAR TECHNOLOGIES INC TERM LOAN B SENIOR SECURED 10-22-2029	77,218	77,121	77,443
WEBPROS LUXEMBOURG S.A.R.L. TERM LOAN SENIOR SECURED 03-19-2031	160,457	160,618	161,561
WEX INC TERM B-2 LOAN SENIOR SECURED 04-03-2028	392,473	391,981	391,912
WHATABRANDS LLC TERM LOAN B SENIOR SECURED 08-03-2028	287,891	288,723	288,168
WHITE CAP SUPPLY HOLDINGS LLC TRANCHE C TERM LOAN SENIOR SECURED TL 06-13-2029	473,037	473,628	473,429
WILLIAM MORRIS ENDEAVOR ENTMT LLC (IMG HLDNGS, LLC) TERM B-1 LN 05-18-25	1,030,124	965,857	1,031,412
WMG ACQUISITION CORP TLB SENIOR SECURED 01-24-2031	750,000	751,250	747,750
WOOF HOLDINGS, INC. TERM LOAN 12-21-2027 BEO	334,062	334,477	210,042
WORLD WIDE TECH HLDG CO LLC 2024-2 REFINANCING TRM LN SR SECD 3-1-30	29,923	29,923	29,961
WRENCH GROUP LLC TERM LOAN DUE 04-15-2026	381,159	378,155	364,959
WYNDHAM HOTELS RESORTS INC TERM LOAN 05-24-2030	348,250	347,815	348,375
X1F GMBH WALKER & DUNLOP, INC. TERM LOANB DUE 12-16-2028 BEO	292,322	289,759	292,687
XPO, INC. TERM LOAN B SR SECD TL 02-28-2031	125,000	125,000	125,245
ZIGGO B.V. TERM I LOAN 04-15-2028	400,000	395,375	397,852
ZOOMINFO LLC 2024 SPECIFIED REFINANCING (FIRST LIEN) SR SECD TL 02-28-2030	520,334	519,552	516,759
ZUORA INC TERM LOAN 12-13-2031	407,769	405,730	405,730

Subtotal	111,799,144	110,152,428	108,586,065
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Common Collective Trust

*CF ALPHA TILTS FUND TILTS FUND	180,322	40,706,543	170,741,088
*CF CF BLACKROCK HIGH YIELD BOND FUND	8,488,577	87,929,272	122,433,073
*CF GQG PARTNERS INTL EQTY CIT CL C	7,675,578	81,905,578	122,271,962
*CF GSTCO EMER MRKT EQ INSIGHTS FD	2,557,848	26,208,865	35,681,978
*CF GSTCO INTERNATIONAL EQ INSIGHTS FD	8,584,596	90,976,785	131,000,935
*CF JPMCB EMERGING MARKETS - EQUITY FD	555,522	16,120,695	34,414,616
*CF JPMCB US SMALL COMPANY EQUITY FD	3,415,580	30,306,484	94,679,875
*CF L&G GLOBAL CORE INFRASTRUCTURE CIT FD	139,626	14,856,167	22,302,402
*CF MFS EMERGING MARKETS EQUITY FD 1	2,961,241	29,865,390	35,771,785
*CF PRUDENTIAL EMERGING MARKETS DEBT FD 74439N303	7,873,511	145,724,890	121,392,658
*MFB NT COLLECTIVE RUSSELL 1000 GROWTH INDEX FUND - NON LENDING	135,959	46,447,273	179,013,896

Subtotal	42,568,360	611,047,942	1,069,704,268
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Real estate and Infrastructure investments

*CF JPMCB STRATEGIC PROPERTY FUND SEC	7,935,300	92,839,168	87,732,679
*HARRISON STREET CORE PROPERTY FUND C, L.P	29,412,421	29,412,421	29,026,034
*IIF ERISA HEDGE FUND LP	140,176,896	140,176,895	161,234,007

Subtotal	177,524,617	262,428,484	277,992,720
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Total	2,114,105,355		
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* Party-in-interest

PHILLIPS 66 RETIREMENT PLAN
FORM 5500, SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
Year ended December 31, 2024

Name of plan sponsor: Phillips 66 Company
Employer identification number: 37-1652702
Three-digit plan number: 001

Category (iii) - Series of transactions in Excess of 5% of the beginning Plan Assets

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset (Include Interest Rate and Maturity in Case of a Loan)	Purchase Price	Selling Price	Lease Rental	Expense incurred with transaction	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain (Loss)
NT COLLECTIVE GOVT SHORT TERM INVT FD	—	\$376,782,822	—	—	—	\$376,782,822	\$376,782,822	—
NT COLLECTIVE GOVT SHORT TERM INVT FD	—	—	\$ 379,615,405	—	—	\$379,615,405	\$379,615,405	—

Note: There were no category (i), (ii) or (iv) transactions during the year ended December 31, 2024.

SCHEDULE G (Form 5500) Department of Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	Financial Transaction Schedules This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2024 This Form is Open to Public Inspection.
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For calendar plan year 2024 or fiscal plan year beginning		and ending	
A Name of plan		B Three-digit plan number (PN)	
C Plan sponsor's name as shown on line 2a of Form 5500		D Employer Identification Number (EIN)	

Part I	Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible Complete as many entries as needed to report all loans or fixed income obligations in default or classified as uncollectible. Check box (a) if obligor is known to be a party in interest. Attach Overdue Loan Explanation for each loan listed. See Instructions.
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(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
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		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
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		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
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		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
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		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

Part II Schedule of Leases in Default or Classified as Uncollectible

Complete as many entries as needed to report all leases in default or classified as uncollectible. Check box (a) if lessor or lessee is known to be a party in interest. Attach Overdue Lease Explanation for each lease listed. (See instructions)

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
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(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
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(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
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(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
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(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
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(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
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(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
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(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears	

Part III Nonexempt Transactions

Complete as many entries as needed to report all nonexempt transactions. **Caution:** If a nonexempt prohibited transaction occurred with respect to a disqualified person, file Form 5330 with the IRS to pay the excise tax on the transaction.

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price		
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

Attachment to 2024 Form 5500
Schedule G, Part I - Overdue Loan Explanation

Plan Name PHILLIPS 66 RETIREMENT PLAN

EIN: 37-1652702

Plan Sponsor's Name PHILLIPS 66 COMPANY

PN: 001

What steps have been taken or will be taken to collect overdue amounts for each loan listed.

In April 2024, a German court declared Heubach insolvent and placed the company in administrative care. The Administrator determined the best way to secure a recovery was to sell assets. On March 3rd, 2025, Sudarshan Chemical (India) paid EUR \$127.5 million in consideration of substantially all Heubach assets.

In late March, holders of the \$70 million Priority Bridge Loan received a substantial paydown, somewhat in excess of 70% of the claim. The remaining proceeds from the Sudarshan purchase reside in accounts controlled by administrative professionals in various jurisdictions. These professionals are attending to fees and claims that, in instances, have priority over the Bridge Loan, the Term Loan, and other claims.

This process could take upwards of a year, and we anticipate additional monies could flow to additional repayments of the Priority Bridge Loan, but we do not expect every dollar of principal and accrued interest to be received. We expect very modest recovery on the original \$610 million Term Loan.

This Heubach entity was created by the private equity firm, SK Capital, merging Clariant's pigment assets with assets owned by the Heubach family. Though global, the new company was mainly Eurocentric. The merger was negotiated in 2021 and completed just before hostilities began in Ukraine. The war increased costs, added complexity, and dampened market demand. In that environment, supply of similar color pigments and related additives moved toward surplus. In sum, it was a very difficult environment for this leveraged buyout.