



# Take an important step toward your future.

Your Retirement Savings Plan Enrollment Guide

City of Carson  
401(a) Plan

be ready™

PLAN | INVEST | PROTECT

VOYA®  
FINANCIAL

# Enroll in your retirement savings plan today!

Inside this guide, you'll find what you'll need to join the plan and start saving today for your future.

The money you save and invest now – during your working years – can have the biggest impact on how much you'll have in retirement. And your employer-sponsored retirement savings plan can help you build the savings you'll need down the road.

Your plan offers many benefits making it easy and convenient for you to save for your future, including:

- payroll deduction (for plans permitting employee contributions)
- potential tax benefits (some plans may offer the additional feature of Roth contributions)
- access to professionally managed investments
- tools, resources and education/advice to help you plan, save and invest.

## Next step?

- Take the time to read and understand the information in this book.
- Contact us if you have questions or need more information.
- Fill out the forms in the back of this book and submit to your local representative.

Experts estimate that you'll need to replace at least 70% of your income in retirement – and the bulk of that will come from you. Take the first step today and enroll in your retirement savings plan!

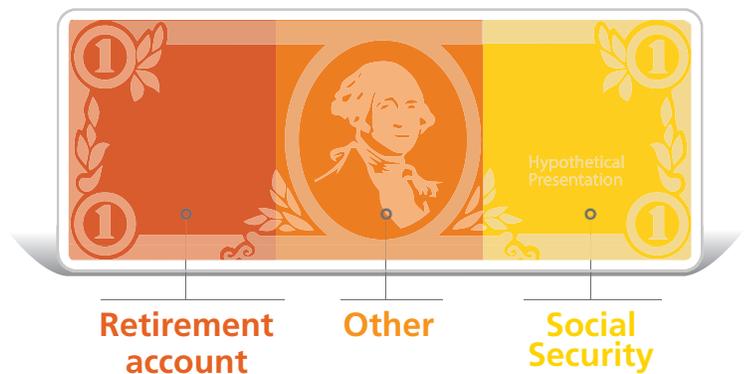
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**About Voya Financial®:** Voya Financial, Inc. (NYSE: VOYA) is composed of premier retirement, investment and insurance companies serving the financial needs of approximately 13 million individual and institutional customers in the United States. The company's vision is to be America's Retirement Company™ and its guiding principle is centered on solving the most daunting financial challenge facing Americans today – retirement readiness. With a dedicated workforce of approximately 6,500 employees, Voya is grounded in a clear mission to make a secure financial future possible – one person, one family, one institution at a time. **For more information, visit [Voya.com](http://Voya.com).**

# It starts with you. Right here, right now.

Where will your income in retirement come from, and how much will be enough?

Your goal should be to replace at least 70 percent of your working years' income in retirement<sup>1</sup>. While you may be able to draw on a few guaranteed sources, what you save during your working years will likely be a critical component of your retirement income. Keep in mind that pension payments don't always account for rising costs and inflation. Additionally, the long-term future of pension benefits and Social Security continue to be hot topics of social debate. It's now more important than ever to build a reliable stream of supplemental income you can count on in retirement.



You need to think differently about the money you save for retirement, that's why Voya introduced the concept of **Orange Money**<sup>®</sup>. It's the money you save for your retirement, which includes any savings in an employer-sponsored retirement savings plan like the one you can join right now. When you enroll, you can take an important step toward building the income you'll need – your very own Orange Money for tomorrow.

<sup>1</sup> How much should people save? Alicia H. Munnell, Anthony Webb and Wenliang Hou. Center for Retirement Research at Boston College. July 2014. [http://crr.bc.edu/wp-content/uploads/2014/07/IB\\_14-111.pdf](http://crr.bc.edu/wp-content/uploads/2014/07/IB_14-111.pdf)

# Enrolling in your plan is an important step to saving.

Your employer-sponsored retirement savings plan is an opportunity to help you save.

- **The convenience of payroll deductions**

Typically, employee deferrals to your retirement plan are automatically deducted from your pay. It's a way to ensure you are always "paying yourself first" with the money you make before you spend it elsewhere.

- **Lower your taxable income along the way**

When you contribute to your plan on a pre-tax basis (that is, before taxes are taken out of your paycheck), every dollar you save reduces your current taxable income by a dollar. So you end up paying less in taxes today. You could get a tax break each year just for saving for your retirement. You will pay taxes on your savings and earnings when you withdraw, usually when you are retired. In some cases your plan may allow you to make Roth contributions. Roth contributions are made with your after tax salary. The advantage of utilizing the Roth feature is that your Qualified Roth Distributions<sup>2</sup> (withdrawal of your Roth contributions and any earnings on those contributions) are free of federal income tax.

- **You may control your pace**

The amount you decide to save is referred to as your contribution to the plan. In most cases, you stay in control of your saving habits – the real fuel for your journey.

<sup>2</sup> To be a Qualified Roth Distribution, you must be eligible for a distribution under the plan, typically the funds must be held in the plan for 5 years, and you are at least 59½, have become disabled, or died.

- **You own this**

Your contributions and any investment earnings are your Orange Money – they belong to you and may be transferrable or rolled over into other retirement accounts if you change jobs. (Special rules apply if you are a participant in a 457(b) deferred compensation plan sponsored by a nonprofit organization.) Note that in some cases your employer may contribute to your plan account, and those funds may be subject to a vesting schedule. "Vesting" is a technical term that refers to when you take ownership in those contributions.

- **Investment paths can help steer you in the right direction**

When you join the plan, you are doing more than just saving. You are also investing your money to help you reach your savings goals. With a wide range of investment options available, you can choose the path that best meets your needs and goals. Additionally, we offer tools and support to help you understand your investment choices and make sound decisions, including:

- Your local representative who will work with you to create a customized investment strategy.
- Online services that will provide guidance and advice.
- Target date funds that take into consideration your predicted retirement age. Note that not all plans offer target date funds.



# Let's talk time and money.

Why is it important to join right now? The sooner you start saving in the plan, the more your savings has the potential to grow over time. This is one journey you don't want to be late for.

## Compounded growth

Compounding means that each dollar you contribute may generate interest, or grow. That interest can then generate more interest, and so on. Compounding starts slowly but builds momentum over time. In the long run, compounding may have an impact on how much you have at retirement. That's why it pays to save as much as you can, as soon as you can!

## Longer term growth

By contributing to the plan, your savings can really add up over the long term. Not only are your pre-tax contributions deferred from federal income tax until you retire, but your savings and earnings, if any, are also tax-deferred until withdrawn. This gives your contributions greater potential to grow and compound faster than they would in a taxable account. And while saving early can be a benefit at the end of your journey, remember you're never too old to take the first step.

### So what's the hurry?

There can be a cost in waiting. The power of time and compounding helps you save more of that Orange Money for your retirement.

Gloria started saving **\$100** a month at age 25. After **40** years she saved \$191,696.



TOTAL CONTRIBUTIONS \$48,000

TOTAL SAVINGS **\$191,696**

**+\$55,002**

Larry started saving **\$300** a month at age 45. After **20** years he saved \$136,694.



TOTAL SAVINGS **\$136,694**

TOTAL CONTRIBUTIONS \$72,000

Gloria ends up with more when she contributes less... More time to grow! **The sooner you start, the better.**

The accumulated amounts assume 26 pay periods per year, contributions made at the beginning of each period, and a 6% annual rate of return compounded monthly and a retirement age of 65. This hypothetical illustration is not guaranteed and does not reflect the performance of any specific investment option. It does not take into account the payment of taxes and does not intend to predict investment results. The illustration does not include fees or expenses that an investment product could assess. If included, these fees would reduce the figures shown above. Systematic investing does not ensure a profit or guarantee against loss. You should consider your ability to invest consistently in up as well as down markets. Not intended to serve as financial advice or as a primary basis for your investment decisions. Taxes are generally due upon withdrawal and will depend on tax bracket in effect at that time. This information is not considered legal or tax-advice. If you need legal or tax-advice, consult with a lawyer or tax-advisor.

# Where do you begin?

Your first step is to enroll. And once you're on your way, you'll see why saving in the plan can be an important way to prepare for your future.

## You're never too far to call (or click, or tap)

Your plan website and the Voya mobile app, Voya Retire, allows you to securely manage your retirement savings anytime, anywhere. You can make saving and investment changes, learn about financial topics or just check on your progress toward your goals. And if you need help, we're here for you!

See how your savings translates into estimated monthly retirement income with **myOrangeMoney**® online or by mobile app. You can model a variety of saving and investment scenarios, add outside income sources and explore how estimated healthcare costs in retirement might impact your income needs. When you're ready to make a change, simply click the "Make Change Now" button to put your plan into action!



## It's time for you to make your move:

- Understand the benefits of your retirement savings plan
- Chose a contribution rate based on your ability to save now and your retirement goals
- Chose the investment options that are right for you
- Utilize available tools and resources to actively manage your account

Now you are ready to join the plan and take that first step. Just fill out the enclosed forms and return them to your local representative.

# Enroll today!

**ENROLLMENT FORM**  
**City of Carson 401(a) Retirement Plan**  
**401(a) Custodial Account**  
**Plan Number: VFZ973**

In this form, Voya Retirement Insurance and Annuity Company may also be referred to as the Company.

**Participant Information (Please type or print clearly.)**

Department Name		Department Location	Location Code
Name (first, middle initial, last)		Social Security Number	<input type="checkbox"/> Male <input type="checkbox"/> Female
Address (No. & Street)		Date of Birth (mm/dd/yyyy) / /	Date of Hire (mm/dd/yyyy) / /
City/Town	State	Zip Code	Number of Dependents
Email Address		Estimated Annual Income \$ _____	Marital Status <input type="checkbox"/> Married <input type="checkbox"/> Single
Home Telephone No. ( )	Work Telephone No. ( )	Occupation /Job Title	

**Financial Information This section must be completed by Voya Financial Advisors, Inc. Registered Representatives in the Retirement Advisory Distribution channel.**

Annual Household Income <input type="checkbox"/> <\$25,000 <input type="checkbox"/> \$25,000 - \$49,999 <input type="checkbox"/> \$50,000 - \$99,999 <input type="checkbox"/> >\$100,000	
Net Worth (excluding primary residence) <input type="checkbox"/> <\$25,000 <input type="checkbox"/> \$25,000 - \$49,999 <input type="checkbox"/> \$50,000 - \$99,999 <input type="checkbox"/> \$100,000 - \$250,000 <input type="checkbox"/> >\$250,000	
How would you categorize yourself as an investor? <input type="checkbox"/> Aggressive <input type="checkbox"/> Moderately Aggressive <input type="checkbox"/> Moderate <input type="checkbox"/> Moderately Conservative <input type="checkbox"/> Conservative	
When will you begin using your retirement account? <input type="checkbox"/> >20 Years <input type="checkbox"/> >10 Years <input type="checkbox"/> >5 Years <input type="checkbox"/> <5 Years	Estimated percent of retirement income from this investment: <input type="checkbox"/> <25% <input type="checkbox"/> 25 - 50% <input type="checkbox"/> 50 - 75% <input type="checkbox"/> >75%
Account Investment Objective(s) <input type="checkbox"/> Capital Preservation <input type="checkbox"/> Income <input type="checkbox"/> Growth & Income <input type="checkbox"/> Growth <input type="checkbox"/> Aggressive Growth <input type="checkbox"/> Speculative	

**Agent Note** (Please attach separate page for additional comments.)

**Replacement Information**

Do you have existing individual annuity contracts or individual life insurance policies?  Yes  No  
 Will this Contract change, replace or discontinue any existing Life Insurance or Annuity Contracts or Policies?  Yes  No  
 If yes, to both questions, provide carrier name and account number:  
 Carrier \_\_\_\_\_ Account No. \_\_\_\_\_

**Financial Industry Regulatory Authority (FINRA) Affiliation**

Are you associated with a Financial Industry Regulatory Authority member?  Yes  No  
 If yes, list the affiliation \_\_\_\_\_

**Plan Beneficiary Information**

Primary	Contingent	Complete Legal Name, Address and Phone #	Relationship	%	SSN	Date of Birth (mm/dd/yyyy)
<input type="checkbox"/>	<input type="checkbox"/>					
<input type="checkbox"/>	<input type="checkbox"/>					
<input type="checkbox"/>	<input type="checkbox"/>					

*This program is intended to be a long term investment for retirement purposes. Account values fluctuate with market conditions and when surrendered the principal may be more or less than the amount originally invested.*

Please complete this form and return to your Agent.

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TM: ENROLLHEG

Participant Name (first, middle initial, last)	Social Security Number - -	Plan Number VFZ973
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**Fund Selection**

**Managed by Morningstar**

**I WANT INVESTMENT EXPERTS TO MANAGE MY PLAN INVESTMENTS.**

- Voya Financial® and Morningstar Investment Management LLC have teamed up to offer Morningstar Retirement Manager, a suite of investment advisory services designed to make it easier to manage your retirement account. Your plan offers Managed by Morningstar, a professional investment management service available through Morningstar® Retirement Manager<sup>SM</sup>. The services and related fees are described in the Morningstar section of your enrollment materials.
- Once you have enrolled you can update your personal information through Voya's participant website. Visit [www.voyaretirementplans.com](http://www.voyaretirementplans.com), and click on Get Advice.

Yes, I want to participate in the Managed by Morningstar program to receive professional investment management and ongoing oversight of my retirement account.

Morningstar can personalize your retirement strategy even further if you wish to provide salary information:

Annual Salary \$ \_\_\_\_\_

Pending receipt of Morningstar's investment instructions, please proceed to Investment Options below to select the fund or funds you wish to allocate any balances or contributions that may be applied between the time you enroll and when Voya receives and processes Morningstar's instructions.

Please complete this form and return to your Agent.

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Participant Name (first, middle initial, last)	Social Security Number	Plan Number VFZ973
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**Investment Options**

Below are the investment options available under your employer's plan. You have the opportunity to select either the ASSET ALLOCATION MADE EASIER program or from several of the investment options offered to you by Voya Retirement Insurance and Annuity Company.

**Asset Allocation Made Easier** is available to you through your Plan Sponsor. Voya is not involved in the asset allocation analysis or selection of the investment options for the models made available to you through the plan. If you elect a model under the ASSET ALLOCATION MADE EASIER program, 100% of your account balance will be invested in that model. You may not elect both a model and another investment option. By enrolling in an ASSET ALLOCATION MADE EASIER model, your account balance will be invested in the model you select, which has been created by your Plan Sponsor. Your Plan Sponsor may also have engaged the services of a financial advisor or consultant ("Advisor") to create the model portfolios under the ASSET ALLOCATION MADE EASIER program. Note that the Advisor to your Plan, Kobo Wealth Conservancy, LLC, will charge a quarterly fee of 0.075% of your account assets (0.30% annually) if you elect to participate in the service. Please see the Participant Certification section on page 5.

- Conservative       Moderate       Aggressive

**Choose your own investments below**

Investment Options are alphabetically grouped in their respective asset classes as determined by the Company. A maximum of 25 investment options may be used at any one time; however certain additional restrictions may apply. Eligibility to receive Employer Contributions is determined by the Employer. Completion of the Enrollment Form does not establish your eligibility to receive Employer Contributions. The Voya Fixed Plus Account III and the Stable Value Option, if either are available and listed below, are fixed account options offered through a group fixed annuity contract offered by the Company. All other investment options are available through a custodial or trust agreement. Enter the percentage (in whole numbers) of your payment to be allocated to each investment option.

**Stability of Principal**

Voya Fixed Plus Account III (4020) \_\_\_\_\_%

**Bonds**

BlackRock High Yield Bond Portfolio - Institutional Shares (1141) \_\_\_\_\_%  
 DFA Inflation-Protected Securities Portfolio - Inst Class (3223) \_\_\_\_\_%  
 Goldman Sachs Government Income Fund - Institutional (3846) \_\_\_\_\_%  
 Legg Mason BW Global Opportunities Bond Fund - Class I (7725) \_\_\_\_\_%  
 Loomis Sayles Limited Term Government and Agency Fund (6404) \_\_\_\_\_%  
 Vanguard® Intermediate-Term Bond Index Fund - Admiral™ Shares (3309) \_\_\_\_\_%  
 Virtus Seix Floating Rate High Income Fund - Class I (6402) \_\_\_\_\_%  
 Western Asset Core Plus Bond Fund - Class IS (3526) \_\_\_\_\_%

**Asset Allocation**

American Funds® 2010 Target Date Retirement Fund® - Class (1971) \_\_\_\_\_%  
 American Funds® 2015 Target Date Retirement Fund® - Class (1973) \_\_\_\_\_%  
 American Funds® 2020 Target Date Retirement Fund® - Class (1975) \_\_\_\_\_%  
 American Funds® 2025 Target Date Retirement Fund® - Class (1977) \_\_\_\_\_%  
 American Funds® 2030 Target Date Retirement Fund® - Class (1979) \_\_\_\_\_%  
 American Funds® 2035 Target Date Retirement Fund® - Class (1981) \_\_\_\_\_%  
 American Funds® 2040 Target Date Retirement Fund® - Class (1983) \_\_\_\_\_%  
 American Funds® 2045 Target Date Retirement Fund® - Class (1985) \_\_\_\_\_%  
 American Funds® 2050 Target Date Retirement Fund® - Class (1987) \_\_\_\_\_%  
 American Funds® 2055 Target Date Retirement Fund® - Class (1989) \_\_\_\_\_%  
 Voya Strategic Allocation Growth Portfolio - Class I (031) \_\_\_\_\_%

**Balanced**

Fidelity® Puritan® Fund (990) \_\_\_\_\_%  
 Vanguard® Wellesley® Income Fund - Admiral™ Shares (2322) \_\_\_\_\_%

Please complete this form and return to your Agent.

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Participant Name (first, middle initial, last)	Social Security Number	Plan Number
	- -	VFZ973

**Large Cap Value**

DFA U.S. Core Equity 1 Portfolio - Institutional Class	(3482)	_____%
Vanguard® 500 Index Fund - Admiral™ Shares	(899)	_____%
Vanguard® Equity Income Fund - Admiral™ Shares	(7926)	_____%
Vanguard® Value Index Fund - Admiral™ Shares	(8762)	_____%

**Large Cap Growth**

American Funds® AMCAP Fund® - Class R-6	(1949)	_____%
Vanguard® Growth Index Fund - Admiral™ Shares	(9895)	_____%

**Small/Mid/Specialty**

DFA Real Estate Securities Portfolio - Institutional Class	(1438)	_____%
DFA U.S. Core Equity 2 Portfolio - Institutional Class	(3226)	_____%
DFA U.S. Small Cap Portfolio - Institutional Class	(9753)	_____%
DFA U.S. Targeted Value Portfolio - Institutional Class	(2566)	_____%
Eagle Mid Cap Growth Fund - Class R-6	(970)	_____%
Schwab Small-Cap Index Fund®	(3192)	_____%
T. Rowe Price Health Sciences Fund	(8163)	_____%
Vanguard® Explorer™ Fund - Admiral™ Shares	(828)	_____%
Vanguard® Mid-Cap Growth Index Fund - Admiral™ Shares	(3310)	_____%
Vanguard® Mid-Cap Index Fund - Admiral™ Shares	(756)	_____%
Vanguard® Mid-Cap Value Index Fund - Admiral™ Shares	(3311)	_____%
Vanguard® Selected Value Fund - Investor Shares	(9321)	_____%
Vanguard® Small-Cap Growth Index Fund - Admiral™ Shares	(3315)	_____%
Vanguard® Utilities Index Fund - Admiral™ Shares	(6987)	_____%

**Global / International**

American Beacon International Equity Fund - Inst Class	(2365)	_____%
American Funds® New Perspective Fund® - Class R-6	(1899)	_____%
American Funds New World Fund® - Class R-6	(3491)	_____%
Dodge & Cox International Stock Fund	(735)	_____%
Vanguard® International Growth Fund - Admiral™ Shares	(2190)	_____%
Victory Trivalent International Small-Cap Fund - Class R6	(3622)	_____%

**Total** **100%**

Complete the contribution percentages, in whole numbers, to total 100%.

**Account Information**

Frequency	Contribution	Effective Date (mm/dd/yyyy)

**Registered Representative Information**

The following individual(s)/organization(s) will receive compensation from this Contract.

Representative/Entity name (print)	Office Code	Rep No.	% Participation

**Anti-Fraud Statement**

Any person who knowingly presents a false or fraudulent claim for payment of a loss or benefit or knowingly presents false information in an application for insurance may be guilty of a crime and may be subject to fines and confinement in prison.

Please complete this form and return to your Agent.

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Participant Name (first, middle initial, last)	Social Security Number	Plan Number VFZ973
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**Participant Certification**

I acknowledge receipt of the current participant information booklet, as well as current fund prospectuses or fund fact sheets for all available investment options under the Plan.

If I have elected an Asset Allocation Made Easier model, I affirm that I have been provided with materials describing ASSET ALLOCATION MADE EASIER, and that the model I have selected represents the appropriate risk profile for my Plan account(s) based on my review of the risk tolerance questionnaire or other materials. I authorize Voya to accept instructions from the Advisor, Kobo Wealth Conservancy, LLC, to direct the investment of the funds held in my Plan account(s) (including purchasing, redeeming, transferring and periodically reallocating amounts to, from and among investment options) to the same extent I am permitted to do so, without prior consultation with me, and I acknowledge that neither Voya nor any of its affiliates is providing investment advice or asset allocation services to me. I also agree that my future contributions and existing Plan account balances will be invested according to the model I have selected, until such time that either I or the Kobo Wealth Conservancy, LLC, change them.

I acknowledge that Kobo Wealth Conservancy, LLC, charges a quarterly fee of 0.075% of my account assets (0.30% annually) to participate in the service.

I acknowledge that Voya is not affiliated with Kobo Wealth Conservancy, LLC, and receives no fee or other direct financial benefits from the Kobo Wealth Conservancy, LLC in connection with the use of Asset Allocation Made Easier. I acknowledge that Voya does not have any discretion or control with respect to the selection of my Plan's investment options or the allocation of my Plan account balances, and neither Voya, nor any of its affiliates, directors, officers or employees is a fiduciary within the meaning of the Employee Retirement Income Security Act, the Investment Advisers Act of 1940 or any other federal or state law with respect to Plan balances under Asset Allocation Made Easier.

Voya reserves the right to cancel your access to the Managed by Morningstar service at any time without prior notice, including, but not limited to, as a result of any excessive trading restrictions imposed by Voya or a Fund Company. Please refer to your contract prospectus, prospectus summary, or disclosure book for further information on the Voya Excessive Trading Policy. A copy of this policy can also be found on the Internet at [www.voyaretirementplans.com](http://www.voyaretirementplans.com). For additional information on a fund's excessive trading policy please refer to the fund's prospectus.

If I elect to participate in the Managed by Morningstar program, I hereby acknowledge that I have received and read the Managed by Morningstar program description and the Morningstar Overview, including the Morningstar Investment Advisory Agreement, and that I understand the Managed by Morningstar program description and the Agreement and agree to be bound by its terms. I understand that the applicable fees will be deducted periodically from my account.

I understand that my employer's plan offers multiple investment options. One or more of these options may be offered through a custodial or trust arrangement and/or a group annuity or a funding agreement issued by Voya Retirement Insurance and Annuity Company. For investment options offered through a funding agreement or group annuity contract, I understand that the current tax laws provide for deferral of taxation on earnings on account balances; and that, although the funding agreement or group annuity contract provides features and benefits that may be of value, it does not provide for any additional deferral of taxation beyond that provided by the Plan itself.

**Employee Appointment of Employer as Agent under an Annuity Contract – For Plans under Section 403(b), 401, or 403(a) of the Internal Revenue Code (except voluntary Non-ERISA Section 403(b) Plans):** I appoint my Employer, who is the Contract Holder, as my agent for all purposes under the Group Annuity Contract issued to my Employer in accordance with the terms of the Plan. I agree to be bound by my Employer's interpretation of the Plan provisions and its written direction to the Company in accordance with the terms of the Plan. I understand that the Company will pay any death benefit as directed by my Employer, based on the Beneficiary named under my Employer's Plan.

My representative may be paid a commission or other compensation on transferred assets into the plan. An additional commission or other compensation may be paid to the representative as an additional sales incentive in connection with this transaction if the representative attains a certain threshold of sales of Company contracts.

By signing this form, I acknowledge that to the best of my knowledge and belief, the information provided is complete and accurate and that any changes, or pre-filled information, as applicable, have been initialed by me. I further certify that the Company is entitled to rely exclusively on information provided on this form.

**Participant's Authorized Signature**

Participant's Signature	City and State Where Signed	Date (mm/dd/yyyy)
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Please complete this form and return to your Agent.

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Participant Name (first, middle initial, last)	Social Security Number - -	Plan Number VFZ973
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**Registered Representative's Certification and Signature**

Broker/Dealer Affiliation: If not registered with Voya Financial Advisors, Inc., please indicate name of Broker/Dealer.

Other Broker/Dealer Name \_\_\_\_\_

Does the participant have any existing individual Annuity or individual Life Insurance Contracts or Policies?  Yes  No  
(If "yes", a replacement form must be completed.)

Do you have any reason to believe any existing Life Insurance or Annuity Contracts or Policies will be modified, discontinued or replaced as a result of this enrollment?  Yes  No

I certify that the information on this form is true, complete and accurate to the best of my knowledge.

Registered Representative (print name)	Registered Representative Signature	Date (mm/dd/yyyy)
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Please complete this form and return to your Agent.

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# BENEFICIARY DESIGNATION – NON-ERISA

Voya Retirement Insurance and Annuity Company (“VRIAC”)  
 Voya Institutional Plan Services, LLC (“VIPS”)  
 Members of the Voya® family of companies  
 One Orange Way, Windsor, CT 06095-4774  
 Phone: 800-584-6001



As used on this form, the term “Voya,” “Company,” “we,” “us” or “our” refer to VRIAC or VIPS as your plan’s funding agent and/or administrative services provider. Contact us for more information.

For immediate assistance in designating or changing your beneficiary designation please call our Customer Service Center at 800-584-6001. If you contact the Customer Service Center via the 800 number you do not need to complete this form to designate your beneficiary.

## GOOD ORDER

Good order is receipt at the designated location of this form accurately and entirely completed, and includes all necessary signatures. If this form is not received in good order, as we determine, it may be returned to you for correction and processed upon re-submission in good order at our designated location.

## REQUEST TYPE

Initial Designation     Change to Designation

### 1. PLAN INFORMATION *(Required)*

Plan Name \_\_\_\_\_ Plan # \_\_\_\_\_

### 2. ACCOUNT HOLDER INFORMATION *(Required)*

Name *(last, first, middle initial)* \_\_\_\_\_ SSN *(Required)* \_\_\_\_\_

Work Phone *(Include extension.)* \_\_\_\_\_ Home Phone \_\_\_\_\_

### 3. BENEFICIARY INFORMATION *(Changes must be initialed by the Account Holder.)*

Subject to the terms of my Employer’s Plan, I request that any sum becoming due upon my death be payable to the beneficiary(ies) designated below. I understand this designation shall revoke all prior beneficiary designations made by me under my Employer’s Plan. *(All designations must be in whole percentages. Total percentage must equal 100% for Primary Beneficiary and 100% for Contingent Beneficiary, if designated. Example: 33%, 33%, 34%.)*

	Enter Complete Legal Name, Address and Phone #	Date of Birth <i>(mm/dd/yyyy)</i>	Relationship	SSN/TNN	Percentage of Benefit
<input type="checkbox"/> Primary					
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					

*(Beneficiaries continued on next page.)*

**3. BENEFICIARY INFORMATION** (Continued)

	Enter Complete Legal Name, Address and Phone #	Date of Birth (mm/dd/yyyy)	Relationship	SSN/TIN	Percentage of Benefit
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					
<input type="checkbox"/> Primary <input type="checkbox"/> Contingent					

Please check if additional beneficiaries are noted on the back of this form and follow same format as above.

Unless otherwise noted:

- If more than one Beneficiary is designated, payment will be made in the percentages designated (or in equal shares) to the **Primary Beneficiaries** who survive the Account Holder or Annuitant. Or, if none survives the Account Holder or Annuitant, payment will be made in the percentages designated (or in equal shares) to the **Contingent Beneficiaries** who survive the Account Holder or Annuitant.
- If no Beneficiary survives the Account Holder or Annuitant, payment will be made pursuant to the terms of the Plan.

**4. TRUST CERTIFICATION** (Only complete if naming a Trust as a Beneficiary.)

By signing below, I certify that:

- A. Name of trust or trust Instrument: \_\_\_\_\_
- B. The trust or trust instrument identified above, is in full force and effect and is a valid trust or trust instrument under the laws of the State or Commonwealth of \_\_\_\_\_.
- C. The trust is irrevocable, or will become irrevocable, upon my death.
- D. All beneficiaries are individuals and are identifiable from the terms of the Trust.

In the event that any of the information provided above changes, I will provide Voya with the changes, within a reasonable period of time.

By designating a Trust, additional documentation and/or certification may be required.

**5. SIGNATURES**

I hereby certify under the pains and penalties of perjury that information I furnished herein is true, accurate and complete.

Account Holder Signature \_\_\_\_\_ Date (mm/dd/yyyy) \_\_\_\_\_

City and State Where Signed \_\_\_\_\_

**MAIL OR FAX INSTRUCTIONS** (Please keep a copy for your records.)

**Please return the completed form to:** Voya Retirement Insurance and Annuity Company  
PO Box 990063  
Hartford, CT 06199-0063  
Fax: 800-643-8143

# 401(a) Defined Contribution Plan

## Benefits and Features of a 401(a) Plan

**This section describes the major provisions of an employer's 401(a) defined contribution plan. Details about the Voya Financial® product funding the Plan are provided here and elsewhere in your enrollment package.**

**Your Voya® representative is available to answer your questions and help you decide if this retirement Plan is right for your personal financial situation.**

### What is a 401(a) plan?

A 401(a) defined contribution retirement plan provides for the deposit of contributions into accounts established for participants in the retirement plan. The retirement plan is operated to meet the requirements of Section 401(a) of the Internal Revenue Code. These rules require certain plan features, but also mean that you can enjoy the benefits of tax deferral. The plan typically provides a definite predetermined formula for allocating the contributions made to the plan among the participants. Sometimes a plan calls for the employer to make a contribution to the plan based on a specified percentage of the employee's compensation.

Contributions to the plan made by employers may be made on a fixed basis determined by the plan's contribution formula or on a discretionary basis using a predetermined formula for allocation contributions. Employer contributions to the plan are tax-deferred. That means that the contributions are not subject to federal income tax when they are made; rather, they are taxed when distributed. Employee contributions may be made on a pre-tax basis (if they meet the requirements of a governmental pick-up contribution); otherwise, they are made on an after-tax basis, which means that they will not be taxed when distributed from the plan because they were already taxed when earned as wages.

A governmental pick-up contribution is a type of mandatory employee contribution that is treated as an employer contribution for federal income tax purposes under Internal Revenue Code Section 414(h). A governmental pick-up contribution is not included in a participant's compensation in the year made and is not subject to income tax until distributed to the participant. Unlike a voluntary after-tax contribution to a 401(a) plan, a participant making a governmental pick-up contribution does not have the choice of receiving the amount in cash instead of making the contribution to

the 401(a) plan. Investment earnings on all contributions are tax-deferred, which means that they are not taxed until the earnings are distributed from the plan.

### Who is eligible to participate in the plan?

Your employer's Plan may require you to be employed for a certain amount of time and have reached a certain age to be eligible to participate in the Plan.

### Will I be required to make contributions to the plan?

You may be required to make contributions to the Plan as a condition of employment or participation in the Plan. The Plan may also provide employer contributions that match all or a portion of mandatory and/or voluntary contributions.

### Are there limits on the amount of my contributions to the plan?

A provision of the Internal Revenue Code (Section 415), governs the maximum amount that can be contributed annually to a participant's account under the Plan. Under these rules, the maximum amount that can be contributed to all 401(a) defined contribution plans of the same employer is limited to the lesser of:

- 100% of compensation or
- a yearly amount set by the IRS. Please refer to [www.voya.com/IRSlimits](http://www.voya.com/IRSlimits) for current limitations.

**Please note:** Your plan may limit contributions to amounts that are lower than the maximums imposed by the IRC.

### What investment options are available?

The Plan, offered by your employer, provides a wide range of, professionally managed investment options – covering a broad array of investment objectives. For descriptions of the investment options specific to the retirement Plan, please review the information contained in your enrollment package.

The Plan typically lets you:

- Customize your own portfolio among the available investment options to match your individual needs
- Diversify, or spread, your contributions over different options, thereby potentially reducing investment risk\*
- Change the mix of your current contributions and transfer prior contributions among the various options

\* While using diversification as part of your investment strategy neither assures nor guarantees better performance and cannot protect against loss in declining markets, it is a well-recognized risk management strategy.

**You should consider the investment objectives, risks, and charges and expenses of the variable product and its underlying fund options; or mutual funds offered through a retirement plan, carefully before investing. The prospectuses/prospectus summaries/information booklets containing this and other information can be obtained by contacting your local representative. Please read the information carefully before investing.**

### **What is dollar cost averaging?**

Dollar cost averaging is a system for investing a fixed amount of money at regular intervals over a period of time. This process lowers the total average cost of a particular investment.

**Please note:** Dollar cost averaging does not ensure a profit nor protect against a loss in declining markets. You should consider your financial ability to continue making purchases through periods of low price levels.

### **Once enrolled in the plan, how can I manage my account assets?**

Stay in touch with your investments through:

- Quarterly Account Statements
- Toll-free Telephone Access
- Internet Access
- Local Service

### **When can I receive a distribution from the plan?**

Your employer's Plan will provide a method of distributing the account balances of participants under the Plan, either after a fixed number of years, attainment of a stated age or a "distributable event." The common "distributable events" are:

- Severance from employment
- Death
- Disability
- Attainment of normal (or early) retirement age (if employer contributions to your plan are fixed by a predetermined formula)
- Hardship (if employer contributions to your plan are discretionary)
- Termination of the Plan
- Required Minimum Distributions

*In addition to these federal law restrictions, your Plan document may contain additional restrictions on withdrawals from your account. Please refer to your summary Plan description, if applicable, or your employer's benefits office for more information about when you are able to take a distribution from your Plan.*

### **May I take a distribution from the plan while I am still working?**

Depending on the type of 401(a) Plan, your plan may provide for in-service withdrawals and/or loans. Check with your employer to see if these features are included in your plan.

### **What are my payment choices when I am entitled to a distribution?**

Your employer's Plan may also provide for one or a number of distribution options. The common distribution options are:

- Lump sum distribution
- Immediate or deferred annuity
- Direct rollover to another qualified plan, 403(b) tax-deferred annuity program, government-sponsored 457(b) plan or a traditional or Roth IRA. (Rollover assets may be subject to an IRS 10% premature distribution penalty tax. Consult your own legal and tax advisors regarding your situation.)
- Deferred distribution (subject to IRC Required Minimum Distribution rules)
- Combination of these options

### **Are my account assets portable after I leave employment?**

Generally, yes. When you leave your employer and seek a distribution of your account, the Plan generally must allow for portability of your vested account to another qualified plan, 403(b) tax-deferred annuity program, or governmental 457(b) deferred compensation plan if you are a participant under that plan and that Plan accepts rollovers. You may also roll over eligible amounts to a traditional IRA or to a Roth IRA. However, the plan may delay your receipt of payments until you have reached normal (or early) retirement age, or you may be permitted to delay receiving payments until a later date, subject to the IRC minimum distribution requirements. Amounts distributed will be subject to any applicable contractual charges of the product funding benefits under the Plan. Rollover assets may be subject to an IRS 10% premature distribution penalty tax. Consult your own legal and tax advisors regarding your situation. Please carefully consider the benefits of existing and potentially new retirement accounts and any differences in features.

### **When are my benefits taxable?**

If you choose to take your benefits, the distribution will be taxable in the year the amount is distributed to you. You may spread your payment out over time. You will be taxed only on the amount distributed from your account.

### **What happens upon my death?**

Upon your death, the Plan will provide your beneficiary with a choice among various death benefit options. If you die before your required beginning date (generally the later of age 70½ or retirement), and your Plan beneficiary is also your spouse, he or she is not required to begin receiving payments any earlier than when you would have reached age 70½.

Contact your local Voya representative for more information about the IRC minimum distribution rules.

### **How do I get started?**

Your employer will inform you when you have satisfied the criteria to be eligible to participate in the 401(a) plan. Carefully review your enrollment package to select your investments and make other Plan choices (such as designating a beneficiary).

Variable annuities and mutual funds under a retirement plan are long-term investments designed for retirement purposes. If withdrawals are taken prior to age 59½, an IRS 10% premature distribution penalty tax will apply, unless an IRS exception applies. Money taken from the plan will be taxed as ordinary income in the year the money is distributed. Account values fluctuate with market conditions, and when surrendered the principal may be worth more or less than its original amount invested. An annuity does not provide any additional tax deferral benefit, as tax deferral is provided by the plan. Annuities may be subject to additional fees and expenses to which other tax-qualified funding vehicles may not be subject. However, an annuity does provide other features and benefits, such as lifetime income payments and death benefits, which may be valuable to you.

Insurance products, annuities and retirement plan funding issued by (third party administrative services may also be provided by) Voya Retirement Insurance and Annuity Company, Windsor, CT. **Securities are distributed by Voya Financial Partners LLC (member SIPC), Windsor, CT.** Annuities may also be issued by ReliaStar Life Insurance Company, Minneapolis, MN. Variable annuities issued by ReliaStar Life Insurance Company are distributed by Voya Financial Partners LLC. All companies are members of the Voya family of companies. **Securities may also be distributed through other broker-dealers with which Voya Financial Partners LLC has selling agreements.** Insurance obligations are the sole responsibility of each issuing company. Products and services may vary by state and may not be available in all states.

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# IMPORTANT INFORMATION

ABOUT YOUR RETIREMENT INVESTMENT...

HELPING YOU UNDERSTAND AND PLAN  
FOR YOUR FUTURE.

The decisions you make about your participation in this plan could have a big impact on your financial security later in life - at retirement. It's important that you understand the plan, its benefits, features and options, and the fees and other costs that may affect your investment in the program.

- > **EDUCATION** - helps you understand the benefits of the plan and why it could make sense for you to participate or, if you are already participating, how you can make better use of the plan's features and investment options.
- > **INVESTMENT INFORMATION** - this plan has a wide variety of investment options ranging from "conservative" to "aggressive." Make sure you read the educational portion of your guide to understand the different kinds of options, and then review the details about each fund and its performance.
- > **FEES AND OTHER COSTS** - you'll find detailed information about the costs and fees associated with this plan. It's important for you to understand that all retirement plans and investment programs have fees associated with them, to help pay for the services that maintain and run the programs, including: investment research and operations, account services, statements, customer service centers, communication and educational programs, and distribution expenses.
- > **PLAN FEATURES** - detailed information for plan participants about the specific conditions and features of the plan will help you make the right participation decisions for your own goals, needs, retirement timeframe and situation.

Feel free to contact your **Voya Financial™** representative, financial professional or office if you have any questions about this plan, its options, or how you can best achieve your own retirement goals.

Voya's promise to you is that we help you build the future - the retirement - that you dream of by giving you flexible products, tools, information and assistance you need to make the right decisions for your own situation. We feel that it's important for you to understand your retirement investment opportunity and that's why this kit contains a wide variety of information for you.

## NEED HELP?

**Visit your plan's Web site for interactive tools, calculators and other information to help you explore retirement investing, retirement planning, and your financial options!**

## IMPORTANT FACTS ABOUT YOUR PLAN

This retirement product is not free. Voya™ and the funds offered in the product charge various fees and expenses. Many fund companies pay Voya in connection with their being offered by Voya as investment options in its retirement products. These payments compensate Voya for the recordkeeping and related services Voya provides and, in some cases, for distribution-related expenses Voya may incur. We select funds to offer through Voya products based on several factors, including the revenue paid to Voya and our assessment of the funds' quality and cost. Both Voya and the mutual fund companies seek to make a profit from the product.

As of 02/13/2019, the total fees charged for investing in this product averaged 0.00% of a hypothetical investor's account balances every year. The actual amount of fees you will pay for investing in this product may vary depending on your investment selections. You can find information about the fees for specific investments in your enrollment materials.

Any fees that you pay as part of your retirement plan will have an impact on your savings over time. The table below shows the impact of the average fees charged for investing in this product on the growth of the account of a hypothetical investor over a 10 year period.<sup>1</sup> The table assumes that the hypothetical investor saves \$3,500 annually and that the investment portfolio (before fees) increases by 7% per year.

<b>YEAR</b>	<b>END OF YEAR BALANCE WITHOUT FEES</b>	<b>END OF YEAR BALANCE AFTER AVERAGE FEE</b>
1	\$3,745.00	\$3,745.00
5	\$21,536.52	\$21,536.52
10	\$51,742.60	\$51,742.60

In this hypothetical example, the total fees deducted over the 10 year period is \$0.00. The difference between the year-end balances before and after fees in the chart reflects the negative impact of the deducted fees on the growth of the hypothetical investment over 10 years.

The hypothetical return without fees is provided to help you understand how fees affect your investment. Before investing, you should carefully consider the investment objectives, risks, charges and expenses of these investments. The prospectuses for these investments and your enrollment materials contain this and other information. For a free copy of these prospectuses, please contact us at the number listed in your enrollment materials.

<sup>1</sup> Fees are calculated as an arithmetic average, and therefore assume a pro-rata investment in the funds only, and do not include premium taxes, charges for optional riders or benefits available under the product, deferred sales charges, or market value adjustments, if applicable.

## NEED HELP PLANNING FOR RETIREMENT? MORNINGSTAR® RETIREMENT MANAGER<sup>SM</sup> CAN HELP.

**Planning for retirement can be difficult. But by offering objective, third party investment advice, Morningstar Investment Management LLC can help make it easier. With Morningstar Retirement Manager, you can receive a personalized retirement strategy to help you make more informed decisions about your retirement account.**

### **What is Morningstar Retirement Manager?**

An independent third party, Morningstar Investment Management LLC ("Morningstar Investment Management LLC"), provides retirement plan participants with investment education, advice and account management services with respect to your retirement plan account(s) with Voya Financial™.

There are two services available to you under Morningstar Retirement Manager: Manage My Plan Manually, which provides you with a personalized retirement strategy including recommendations for your target retirement goal, savings rate and investment recommendations. This independent service is separate from Voya™ and is designed to give you valuable recommendations to help meet your retirement goals. In addition, your Plan Sponsor has also elected to offer you the Have Morningstar Manage My Plan service, a managed accounts service. The Have Morningstar Manage My Plan service is discussed on the following pages and in the Morningstar Investment Management LLC Overview document. **You should carefully read the information provided before selecting the Have Morningstar Manage My Plan, as these documents contain fee and other important investment**

**information associated with this program.**

### **How do I access Morningstar Retirement Manager?**

Once you have enrolled in your employer-sponsored retirement plan, you can access Morningstar Retirement Manager by logging into your retirement plan account at [www.voyaretirementplans.com](http://www.voyaretirementplans.com) and selecting "Get Advice." For your convenience, some of your Voya account information will be pre-populated including your name, date of birth, salary and account balance. Since Morningstar Retirement Manager is a web-based service, you can obtain personalized investment advice 7 days a week.

### **MANAGE MY PLAN MANUALLY**

This service is delivered to you on the Morningstar Retirement Manager website through a seamless integration with [www.voyaretirementplans.com](http://www.voyaretirementplans.com). By using Manage My Plan Manually service, you will receive objective recommendations from a leading independent investment advisor - all at no additional cost to you. The Manage My Plan Manually service uses a goal-based approach, allowing you to examine your unique financial situation. The service is designed to help you identify your retirement savings goals, determine how much money you should be contributing to meet your retirement goals, the specific funds you should be investing in and how you should allocate your assets. Features of Manage My Plan Manually include:

- Research and reports about your plan investment options
- Tools to help you set retirement goals and establish an asset allocation strategy
- Specific, independent, professional investment advice to help you create a diversified portfolio

- Objective investment advice
- Personalized investment option recommendations that factor in your unique financial situation and savings objectives

### **HAVE MORNINGSTAR MANAGE MY PLAN**

#### **Is a managed accounts service right for me?**

Ask yourself the following questions:

- Do I enjoy spending time managing my investment portfolio?
- Do I read material on investing for retirement?
- Have I rebalanced my investment portfolio in the last year?
- Do I know what asset allocation may be right for me?
- Do I currently work with a financial professional who helps me manage my money?
- Do I mind paying a fee for professional investment advice?

If you answered "no" to any of these questions, then the Have Morningstar Manage My Plan service may be right for you. The program is designed to provide you with recommendations from a Morningstar Investment Management LLC investment professional. The program offers you professional investment selection and will:

- Assist in targeting your retirement goal
- Recommend an appropriate savings level to help you achieve that goal
- Provide regular investment updates
- Monitor your account quarterly, which can help save you time in that you don't have to manage your account on an ongoing basis

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To get your personalized retirement strategy, visit [www.voyaretirementplans.com](http://www.voyaretirementplans.com) and click on "Get Advice." For more information, contact your financial professional.



**What can I expect when I sign up?**

Voya will alert Morningstar Investment Management LLC to your decision to use the Have Morningstar Manage My Plan service. You will be able participate in the service when the accompanying enrollment information has been processed by Voya, and the data has been received, processed and accepted by Morningstar Investment Management LLC. Morningstar Investment Management LLC will instruct Voya to set your future contribution allocations and will also subsequently allocate your existing balance. You will receive confirmation of this activity to alert you that Morningstar Investment Management LLC's instructions have been executed. Additionally, several important actions are taken on your behalf. Because Morningstar Investment Management LLC is making investment strategy decisions for you, you will be blocked from making certain transactions that would undo the asset allocation that Morningstar Investment Management LLC has established. You should not attempt to execute the following transactions: Reallocate Balance, Fund Transfers, Future Allocation Changes or Scheduled Rebalancing. Once enrolled, you will not be eligible to utilize dollar cost averaging and/or scheduled account rebalancing programs.

You may cancel the service at any time by visiting [www.voyaretirementplans.com](http://www.voyaretirementplans.com) and clicking on "Get Advice." You will then be directed to the Morningstar Retirement Manager website, where you will be able to cancel the service by clicking the "Cancel Service" link at the bottom of any page and following the instructions. Once you have opted out of the service on the Morningstar Retirement Manager site, Morningstar Investment Management LLC will notify Voya and we will promptly remove the transaction blocking described above. The Have Morningstar Manage My Plan service fees will cease upon such notification.

**Important Considerations**

If you have assets in a self-directed brokerage account, company stock, or options not available for investment and/or withdrawal, Morningstar Investment Management LLC will consider such investments in its

recommendations, but may not provide specific analysis or suggest or implement reallocation of those assets. Also, under certain circumstances (such as where your sponsor requires your matching contribution to be invested in a particular fund), your entire account may not be eligible to receive Morningstar Investment Management LLC services. If you have multiple accounts in your plan, your account balance information for all accounts under the plan will be combined upon electing the Have Morningstar Manage My Plan service. Morningstar Investment Management LLC assumes that your assets are fully vested in your retirement plan(s) when they provide their recommendations.

The recommendations made by Morningstar Investment Management LLC may be influenced by the information provided to them about you and your financial situation. Please ensure the information used by Morningstar Investment Management LLC is complete and accurate, and updated on a timely basis. If you provide Morningstar Investment Management LLC with such information on their website or through your enrollment information, Morningstar Investment Management LLC will assume that it is accurate and timely. While visiting their site to update your personal information, you should also take the opportunity to review the fees currently assessed, as they may change each year.

Voya reserves the right to cancel your access to the Have Morningstar Manage My Plan service at any time without prior notice, including, but not limited to, as a result of any excessive trading restrictions imposed by Voya or a Fund Company. Please refer to your contract prospectus, prospectus summary or disclosure book for further information on the Voya Excessive Trading Policy. A copy of this policy can also be found on the participant website at [www.voyaretirementplans.com](http://www.voyaretirementplans.com). For additional information on a fund's excessive trading policy, please refer to the fund's prospectus.

**Have Morningstar Manage My Plan Fees**

A Voya company and Morningstar Investment Management LLC have entered into a License Agreement to make Morningstar Retirement Manager available to you. Under the License Agreement Voya is obligated to make certain payments to Morningstar Investment Management LLC. If you elect to utilize Have Morningstar Manage My Plan(a managed accounts service), fees will be deducted quarterly from your account at an annual rate (shown below) of your Managed Account Balance (defined below) and paid to Morningstar Investment Management LLC. Your Managed Account Balance is defined as your balance at the end of each fee period (not including any outstanding loans) minus any balance in company stock and minus any balance in a self-directed brokerage account. In addition, fees will be deducted from your account at an annual rate (shown below) of your Managed Account Balance, and paid to Voya as a fee for administrative and recordkeeping services associated with the Have Morningstar Manage My Plan service. This fee may provide a profit to Voya. The fee paid to Morningstar Investment Management LLC is reviewed annually and is subject to change based on the overall level of assets in the plan in which you participate. The fee breakpoints are generally at plan assets under \$3 million, between \$3 million and \$10 million, and over \$10 million. Fees are generally higher at lower plan asset levels. While the fee paid to Morningstar Investment Management LLC is subject to change up or down, the administrative fee payable to Voya may be lowered, but will not be raised. In the event the administrative fee payable to Voya is lowered, we will provide notice on our website. The maximum aggregate fees deducted from your account for the Have Morningstar Manage My Plan service is an annual rate of 1.00%. You may also consult your sponsor for current fee information at any time, and once you have enrolled, you can also visit the

## MORNINGSTAR® RETIREMENT MANAGER SM (CONTINUED)

Morningstar Retirement Manager website and utilize their calculator to see the maximum fee you might pay, expressed in dollars.

### About Morningstar

Morningstar Investment Management LLC is a leading provider of investment advisory services for the retirement plan industry. They are a registered investment advisor and wholly owned subsidiary of Morningstar, Inc., a company known for being a trusted source of insightful information on stocks, mutual funds, and other investment products.

Morningstar Retirement Manager is offered by and is the property of Morningstar Investment Management LLC ("Morningstar Investment Management LLC"), a registered investment advisor and a wholly owned subsidiary of Morningstar, Inc., and is intended for citizens and legal residents of the United States and its territories. Morningstar Investment Management LLC's advisory service relates solely to the investment options offered under the plan. Retirement plan funding products offered through Voya Financial Partners LLC (member SIPC) or other broker dealers with which it has selling agreements. Voya provides Morningstar Investment Management LLC with the plan's investment options and information about participants but the decisions regarding the advice provided are made by Morningstar Investment Management LLC. Voya and its companies are not affiliated with Morningstar Investment Management LLC or its affiliates, and receive no fee or other direct financial benefits from Morningstar Investment Management LLC in connection with the use of its services. The Morningstar name and logo are registered marks of Morningstar, Inc.

### About Voya

Voya is a premier retirement, investment and insurance company serving the financial needs of approximately 13 million individual and institutional customers in the United States. The company's vision is to be America's Retirement Company and its guiding principle is centered on solving the most daunting financial challenge facing Americans today — retirement readiness. Working directly with clients and through a broad group of financial intermediaries, independent producers, affiliated advisors and dedicated sales specialists, Voya provides a comprehensive portfolio of asset accumulation, asset protection and asset distribution products and services. With a dedicated workforce of approximately 7,000 employees, Voya is grounded in a clear mission to make a secure financial future possible — one person, one family and one institution at a time.

Voya provides the Morningstar Retirement Manager platform as an available service through our product suite.

### Important Information

The annual fees detailed below are deducted from participant accounts on a quarterly basis. The percentages are based on the total account balance less any loan balance or assets held in company stock.

**Have Morningstar Manage My Plan fee, paid to Morningstar: 0.25%**

**Administrative and recordkeeping fee, paid to Voya: 0.25%**

### Temporary Fund Allocation

Pending receipt of Morningstar Investment Management's investment instructions, please select the fund or funds you wish to allocate any balances or contributions that may be applied between the time you enroll and when Voya receives and processes Morningstar's instructions.

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# Investment Option Asset Classes

## INVESTMENT OPTIONS

### IMPORTANT PRODUCT INFORMATION

YOU SHOULD CONSIDER THE INVESTMENT OBJECTIVES, RISKS, AND CHARGES AND EXPENSES OF THE VARIABLE PRODUCT AND ITS UNDERLYING FUND OPTIONS; OR MUTUAL FUNDS OFFERED THROUGH A RETIREMENT PLAN, CAREFULLY BEFORE INVESTING. THE PROSPECTUSES/ PROSPECTUS SUMMARIES/ INFORMATION BOOKLETS CONTAIN THIS AND OTHER INFORMATION, WHICH CAN BE OBTAINED BY CONTACTING YOUR LOCAL REPRESENTATIVE. PLEASE READ THE INFORMATION CAREFULLY BEFORE INVESTING.

Securities are distributed by Voya Financial Partners, LLC (member SIPC), and other authorized broker/dealers with which it has a selling agreement.

Voya® does not provide tax or legal advice. Any tax or legal information is the Company's understanding of current laws and regulations, which are subject to change. Consult your tax advisor for full details.

### Target Date

Multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. These portfolios invest in a combination of funds which are active and passive Domestic Stock, International Stock, and fixed income investments. An active strategic asset allocation strategy allows investors to remain in a single portfolio throughout their working years using their "goal" date, whether that be retirement or some other target date, to help select the appropriate Portfolio. This approach includes a professionally managed, automatic process to shift from a more aggressive asset allocation to a more conservative asset allocation, as the target retirement date or other "goal" date gets closer. Generally speaking, Target Date funds target a certain date range for retirement, or the date the investor plans to start withdrawing money. Investors can select the fund that corresponds to their target date. They are designed to rebalance to a more conservative approach as the date nears. An investment in the Target Date Fund is not guaranteed at any time, including on or after the target date.

### Stability of Principal

Assets are invested in conservative investment options that seek – but not necessarily guarantee – to hold the principal value of an investment stable through all market conditions. These options may credit a stated rate of return or

minimum periodic interest rate that may vary. Dividend rates and income levels fluctuate with market conditions and are not guaranteed. These investment options, including money market portfolios, are neither insured nor guaranteed by the U.S. government.

### Bonds

Investors here are primarily seeking income or growth of income, with less emphasis on capital appreciation. Fixed-income funds are those that may have significant investments in below-investment grade bonds ("junk bonds") or bonds of foreign issuers. Investment grade corporate bonds, mortgages, government bonds and, to a lesser degree, preferred stock, foreign or convertible bonds. Conservative funds are short-term bond funds focusing solely on Treasury Bills and other highly-rated short-term (e.g. 90 day) securities. Fixed-income investments are subject to interest rate risk such that the value of the bond will decline as interest rates rise.

### Asset Allocation

These funds are also known as "LifeStyle" or "LifeCycle" funds. They invest in a combination of assets such as aggressive stocks, international stocks, large-company stocks, government bonds, foreign bonds or money markets. The allocation percentage to each asset type may be fixed, bounded by a range, or determined at the discretion of the manager. Managers of these funds review market conditions regularly and refine the asset allocation mixture they believe will achieve the best risk adjusted performance based on the stated objectives and "target" allocations of the particular fund. Different constructs can be based on risk tolerance or length of time to investment goal.

### Balanced

These funds seek to "balance" growth of principal and current income by investing in a combination of stocks and bonds. The investment style used here is some funds have fixed asset allocations and others allow managers discretion to allocate between equities and bonds, depending on their view of return and risk.

### Large Cap Value

Funds seek long-term growth of capital or a combination of growth and income by investing primarily in stocks of larger, mature companies. The investment styles exhibited are value and "blend." Stocks are selected for price appreciation and for the value of the current income provided through dividends. These funds generally exhibit a lower level of price volatility, due to

the types of companies they favor, such as those able to pay dividends.

### Large Cap Growth

Funds with fewer holdings and a relatively narrow focus merit the risk level of "Aggressive." Overall, these funds invest primarily in stocks of larger U.S. companies, employing an investment style of growth.

Funds emphasizing growth stocks will typically have higher price/earnings ratios and make little or no dividend payments. Large capitalization companies tend to be more established, with lower relative volatility, than more aggressive small and mid-cap stock funds.

### Small/Mid/Specialty

Small cap, mid cap and "specialty" funds are in this category, employing investment styles of growth, value or "blend." These funds seek capital appreciation by investing primarily in stocks of small-and medium-sized companies. Generally, these companies are striving to develop new products or markets and have above-average earnings growth potential. Because of their smaller size, these companies may face greater business risk, and investments in these funds generally carry much higher risk than other domestic equity funds. "Specialty" or "sector" funds invest in stocks of companies in a particular industry. This narrow focus can significantly increase the risk and volatility of such funds.

### Global / International

There are three main types of funds in this category. International funds have an investment style of Foreign Stock. These funds invest in stocks of companies outside of the United States. Global funds carry an investment style of World Stock. These funds invest in stocks of companies in the United States and developed countries outside of the United States. Emerging Markets funds invest in securities of developing countries and demonstrate the greatest volatility of performance due to the unstable nature of their economies, political structures and currencies. International investing may provide greater diversification benefits to a U.S. – based portfolio than investing in domestic securities alone. However, foreign investing does involve additional risks not present in U.S. securities.

# PERFORMANCE UPDATE

## City of Carson 401a Plan

**Average Annual Total Returns as of: 01/31/2019** (shown in percentages)

Variable annuities and mutual funds offered through a retirement plan are intended as long-term investments designed for retirement purposes. Money distributed from a 403(b) plan, 401(a)/(k) plan, or a 457 plan will be taxed as ordinary income in the year the money is distributed. Early withdrawals from a 403(b) plan and a 401(a)/(k) plan, if taken prior to age 59 1/2, will be subject to the IRS 10% premature distribution penalty tax, unless an exception applies. This IRS premature distribution penalty tax does not apply to 457 plans. Account values fluctuate with market conditions, and when surrendered the principal may be worth more or less than the original amount invested.

**The performance data quoted represents past performance. Past performance does not guarantee future results. For month-end performance which may be lower or higher than the performance data shown please call 800-584-6001. Investment return and principal value of an investment will fluctuate so that, when sold, an investment may be worth more or less than the original cost.**

The returns assume reinvestment of all dividends (ordinary income and capital gains) and are net of management fees and other fund operating expenses. An asset based service fee is deducted by Voya from your account quarterly at an annual rate of 0.34% of balances held in mutual funds. The performance data shown below does not reflect this administrative expense. If such fees had been reflected, the performance data shown for each option would have been lower. Note that the 0.34% asset based fee is not deducted from assets held in the Voya Fixed Plus Account III. Returns for the Voya Fixed Plus Account III are net of all fees.

**You should consider the investment objectives, risks and charges, and expenses of the funds carefully before investing. The prospectus contains this and other information. Anyone who wishes to obtain a free copy of the fund prospectuses may call their Voya representative or the number above. Please read the prospectus carefully before investing.**

Returns less than one year are not annualized. Fund Inception Date is the date of inception for the underlying fund, and is the date used in calculating the periodic returns. This date may also precede the portfolio's inclusion in the product.

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
<b>Stability of Principal</b>											
<i>Stability of Principal</i>											
Voya Fixed Plus Account III - 4020 (1)(2)(13)	0.21	0.62	0.21	2.50	2.59	2.69	3.07				
<b>Bonds</b>											
<i>Bank Loan</i>											
Virtus Seix Floating Rate High Income Fund - Class I - 6402 (3)	2.51	-0.76	2.51	1.66	6.19	3.28	6.64		03/01/2006	0.74	0.64
<i>High Yield Bond</i>											
BlackRock High Yield Bond Portfolio - Institutional Shares - 1141	4.59	1.05	4.59	0.72	8.27	4.27	11.04		11/19/1998	0.61	0.61
<i>Inflation-Protected Bond</i>											
DFA Inflation-Protected Securities Portfolio - Inst Class - 3223	1.68	2.91	1.68	1.57	2.10	1.59	3.78		09/18/2006	0.12	0.12
<i>Intermediate Government</i>											
Goldman Sachs Government Income Fund - Institutional Shares - 3846 (4)	0.56	3.06	0.56	2.35	0.99	1.70	2.74		08/15/1997	0.72	0.57
<i>Intermediate-Term Bond</i>											
Vanguard® Intermediate-Term Bond Index Fund - Admiral™ Sh - 3309	1.53	4.01	1.53	2.94	2.03	2.78	4.75		03/01/1994	0.07	0.07
Western Asset Core Plus Bond Fund - Class IS - 3526 (5)	2.54	5.10	2.54	1.73	4.01	3.99	7.21		07/08/1998	0.43	0.43
<i>Short Government</i>											
Loomis Sayles Limited Term Government and Agency Fund - Cl Y - 6404 (6)	0.38	1.63	0.38	2.24	1.02	1.12	2.48		03/31/1994	0.55	0.55
<i>World Bond</i>											



Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
BrandywineGLOBAL - Global Opportunities Bond Fund - Class I - 7725 (7)	3.34	6.32	3.34	-5.75	4.89	2.51	6.41		11/01/2006	0.69	0.69
<b>Asset Allocation</b>											
<i>Lifecycle</i>											
American Funds 2010 Target Date Retirement Fund@-Class R-6 - 1971 (8)	3.23	2.24	3.23	-1.16	6.53	5.01	8.92		02/01/2007	0.33	0.33
American Funds 2015 Target Date Retirement Fund@-Class R-6 - 1973	3.52	2.29	3.52	-1.42	6.91	5.31	9.46		02/01/2007	0.33	0.33
American Funds 2020 Target Date Retirement Fund@-Class R-6 - 1975	3.84	2.34	3.84	-1.53	7.63	5.86	10.34		02/01/2007	0.34	0.34
American Funds 2025 Target Date Retirement Fund@-Class R-6 - 1977	4.49	2.46	4.49	-2.39	8.70	6.43	11.47		02/01/2007	0.36	0.36
American Funds 2030 Target Date Retirement Fund@-Class R-6 - 1979	5.30	2.48	5.30	-3.17	10.26	7.26	12.24		02/01/2007	0.38	0.38
American Funds 2035 Target Date Retirement Fund@-Class R-6 - 1981	6.26	2.52	6.26	-3.98	11.37	7.82	12.57		02/01/2007	0.39	0.39
American Funds 2040 Target Date Retirement Fund@-Class R-6 - 1983	6.65	2.51	6.65	-4.26	11.77	8.01	12.73		02/01/2007	0.40	0.40
American Funds 2045 Target Date Retirement Fund@-Class R-6 - 1985	6.76	2.52	6.76	-4.32	12.01	8.14	12.79		02/01/2007	0.40	0.40
American Funds 2050 Target Date Retirement Fund@-Class R-6 - 1987	6.83	2.47	6.83	-4.39	12.11	8.19	12.80		02/01/2007	0.41	0.41
American Funds 2055 Target Date Retirement Fund@-Class R-6 - 1989	6.92	2.50	6.92	-4.37	12.13	8.20		10.30	02/01/2010	0.42	0.42
<i>Lifestyle</i>											
Voya Strategic Allocation Growth Portfolio - Class I - 031 (9)	6.94	1.65	6.94	-5.66	9.18	6.08	10.69		07/05/1995	0.81	0.77
<b>Balanced</b>											
<i>Allocation--30% to 50% Equity</i>											
Vanguard@ Wellesley@ Income Fund - Admiral™ Shares - 2322	3.23	2.74	3.23	0.11	6.35	5.72	8.88		05/14/2001	0.16	0.16
<i>Allocation--50% to 70% Equity</i>											
Fidelity@ Puritan@ Fund - 990	5.66	0.38	5.66	-2.92	9.57	7.50	11.48		04/16/1947	0.54	0.54
<b>Large Cap Value</b>											
<i>Large Blend</i>											
DFA U.S. Core Equity 1 Portfolio - Institutional Class - 3482	8.95	-0.45	8.95	-4.32	14.00	9.50	15.25		09/15/2005	0.19	0.19
Vanguard@ 500 Index Fund - Admiral™ Shares - 899	8.01	0.25	8.01	-2.36	13.98	10.92	14.98		11/13/2000	0.04	0.04
<i>Large Value</i>											
Vanguard@ Equity Income Fund - Admiral™ Shares - 7926	6.13	0.96	6.13	-3.56	12.04	9.77	14.38		08/13/2001	0.18	0.18
Vanguard@ Value Index Fund - Admiral™ Shares - 8762	7.02	0.32	7.02	-3.41	13.30	10.03	14.06		07/02/1998	0.05	0.05
<b>Large Cap Growth</b>											
<i>Large Growth</i>											
American Funds AMCAP Fund@ - Class R-6 - 1949	8.04	2.12	8.04	-0.84	14.86	10.40	15.98		05/01/1967	0.36	0.36
Vanguard@ Growth Index Fund - Admiral™ Shares - 9895	9.31	0.56	9.31	-1.14	15.06	11.63	16.09		05/14/1998	0.05	0.05
<b>Small/Mid/Specialty</b>											
<i>Mid-Cap Blend</i>											
DFA U.S. Core Equity 2 Portfolio - Institutional Class - 3226	9.17	-0.79	9.17	-5.58	13.37	8.53	15.02		09/15/2005	0.22	0.22
Vanguard@ Mid-Cap Index Fund - Admiral™ Shares - 756	10.56	2.04	10.56	-3.83	12.87	8.87	15.85		11/12/2001	0.05	0.05
<i>Mid-Cap Growth</i>											
Carillon Eagle Mid Cap Growth Fund - Class R-6 - 970	11.99	2.99	11.99	-1.81	17.36	10.98	16.74		08/20/1998	0.69	0.69

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
Vanguard® Mid-Cap Growth Index Fund - Admiral™ Shares - 3310	11.19	3.60	11.19	-0.06	14.04	9.39	15.91		08/17/2006	0.07	0.07
<b>Mid-Cap Value</b>											
Vanguard® Mid-Cap Value Index Fund - Admiral™ Shares - 3311	9.89	0.43	9.89	-7.26	11.75	8.31	15.67		08/17/2006	0.07	0.07
Vanguard® Selected Value Fund - Investor Shares - 9321	12.14	2.81	12.14	-12.77	10.85	5.83	13.76		02/15/1996	0.39	0.39
<b>Small Blend</b>											
DFA U.S. Small Cap Portfolio - Institutional Class - 9753	10.66	-1.98	10.66	-5.94	12.24	6.88	15.89		03/19/1992	0.37	0.37
Schwab Small-Cap Index Fund® - 3192	11.26	-0.40	11.26	-3.44	14.75	7.31	15.50		05/20/1997	0.04	0.04
<b>Small Growth</b>											
Vanguard® Explorer™ Fund - Admiral™ Shares - 828	11.37	0.91	11.37	3.75	18.33	9.03	16.41		11/12/2001	0.32	0.32
Vanguard® Small-Cap Growth Index Fund - Admiral™ Shares - 3315	12.58	2.47	12.58	2.19	16.38	8.01	16.65		05/21/1998	0.07	0.07
<b>Small Value</b>											
DFA U.S. Targeted Value Portfolio - Institutional Class - 2566	11.90	-0.71	11.90	-7.65	12.02	5.95	14.89		02/23/2000	0.37	0.37
<b>Specialty - Health</b>											
T. Rowe Price Health Sciences Fund - 8163	11.60	3.80	11.60	4.10	14.47	12.81	20.60		06/29/1999	0.77	0.77
<b>Specialty - Real Estate</b>											
DFA Real Estate Securities Portfolio - Institutional Class - 1438 (10)	11.29	7.94	11.29	11.70	8.58	9.94	15.86		01/05/1993	0.19	0.18
<b>Specialty - Utilities</b>											
Vanguard® Utilities Index Fund - Admiral™ Shares - 6987	3.69	3.33	3.69	11.84	11.00	10.99	11.24		04/28/2004	0.10	0.10
<b>Global / International</b>											
<b>Diversified Emerging Mkts</b>											
American Funds New World Fund® - Class R-6 - 3491	8.12	6.95	8.12	-10.05	12.00	4.79	10.26		06/17/1999	0.62	0.62
<b>Foreign Large Growth</b>											
Vanguard® International Growth Fund - Admiral™ Shares - 2190	8.46	3.47	8.46	-13.09	14.41	6.60	11.81		08/13/2001	0.32	0.32
<b>Foreign Large Value</b>											
American Beacon International Equity Fund - Inst Class - 2365 (11)	6.98	-0.16	6.98	-14.39	6.10	1.40	7.97		08/07/1991	0.73	0.73
Dodge & Cox International Stock Fund - 735	8.51	1.26	8.51	-16.34	9.64	2.06	10.04		05/01/2001	0.63	0.63
<b>Foreign Small/Mid Blend</b>											
Victory Trivalent International Small-Cap Fund - Class R6 - 3622 (12)	9.40	0.47	9.40	-17.07	8.11	5.14	13.27		08/17/2007	1.12	1.12
<b>World Large Stock</b>											
American Funds New Perspective Fund® - Class R-6 - 1899	8.34	3.49	8.34	-4.48	13.05	8.99	13.58		03/13/1973	0.45	0.45

The risks of investing in small company stocks may include relatively low trading volumes, a greater degree of change in earnings and greater short-term volatility.

Foreign investing involves special risks such as currency fluctuation and public disclosure, as well as economic and political risks.

Some of the Funds invest in securities guaranteed by the U.S. Government as to the timely payment of principal and interest; however, shares of the Funds are not insured nor guaranteed.

High yielding fixed-income securities generally are subject to greater market fluctuations and risks of loss of income and principal than are investments in lower yielding fixed-income securities.

Sector funds may involve greater-than average risk and are often more volatile than funds holding a diversified portfolio of stocks in many industries. Examples include: banking, biotechnology, chemicals, energy, environmental services, natural resources, precious metals, technology, telecommunications, and utilities.

See Performance Introduction Page for Important Information

\*The Gross Expense Ratios shown do not reflect any temporary fee or expense waivers that may be in effect for a fund. The performance of a fund with a temporary fee or expense waiver would have been lower if the gross fund fees / expenses listed had been reflected.

# PERFORMANCE UPDATE

## City of Carson 401a Plan

**Average Annual Total Returns as of: 12/31/2018** (shown in percentages)

Variable annuities and mutual funds offered through a retirement plan are intended as long-term investments designed for retirement purposes. Money distributed from a 403(b) plan, 401(a)/(k) plan, or a 457 plan will be taxed as ordinary income in the year the money is distributed. Early withdrawals from a 403(b) plan and a 401(a)/(k) plan, if taken prior to age 59 1/2, will be subject to the IRS 10% premature distribution penalty tax, unless an exception applies. This IRS premature distribution penalty tax does not apply to 457 plans. Account values fluctuate with market conditions, and when surrendered the principal may be worth more or less than the original amount invested.

**The performance data quoted represents past performance. Past performance does not guarantee future results. For month-end performance which may be lower or higher than the performance data shown please call 800-584-6001. Investment return and principal value of an investment will fluctuate so that, when sold, an investment may be worth more or less than the original cost.**

The returns assume reinvestment of all dividends (ordinary income and capital gains) and are net of management fees and other fund operating expenses. An asset based service fee is deducted by Voya from your account quarterly at an annual rate of 0.34% of balances held in mutual funds. The performance data shown below does not reflect this administrative expense. If such fees had been reflected, the performance data shown for each option would have been lower. Note that the 0.34% asset based fee is not deducted from assets held in the Voya Fixed Plus Account III. Returns for the Voya Fixed Plus Account III are net of all fees.

Returns less than one year are not annualized. Fund Inception Date is the date of inception for the underlying fund, and is the date used in calculating the periodic returns. This date may also precede the portfolio's inclusion in the product.

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
<b>Stability of Principal</b>											
<i>Stability of Principal</i>											
Voya Fixed Plus Account III - 4020 (1)(2)(13)	0.21	0.62	2.50	2.50	2.60	2.70	3.08				
<b>Bonds</b>											
<i>Bank Loan</i>											
Virtus Seix Floating Rate High Income Fund - Class I - 6402 (3)	-2.38	-3.42	0.21	0.21	4.99	2.89	6.98		03/01/2006	0.74	0.64
<i>High Yield Bond</i>											
BlackRock High Yield Bond Portfolio - Institutional Shares - 1141	-2.45	-5.29	-2.87	-2.87	6.18	3.50	10.99		11/19/1998	0.61	0.61
<i>Inflation-Protected Bond</i>											
DFA Inflation-Protected Securities Portfolio - Inst Class - 3223	0.59	-0.03	-1.29	-1.29	2.19	1.73	3.73		09/18/2006	0.12	0.12
<i>Intermediate Government</i>											
Goldman Sachs Government Income Fund - Institutional Shares - 3846 (4)	1.63	1.92	0.64	0.64	1.37	1.84	2.65		08/15/1997	0.72	0.57
<i>Intermediate-Term Bond</i>											
Vanguard® Intermediate-Term Bond Index Fund - Admiral™ Sh - 3309	1.82	1.96	-0.17	-0.17	2.16	2.92	4.46		03/01/1994	0.07	0.07
Western Asset Core Plus Bond Fund - Class IS - 3526 (5)	2.15	0.79	-1.46	-1.46	3.36	3.81	6.93		07/08/1998	0.43	0.43
<i>Short Government</i>											
Loomis Sayles Limited Term Government and Agency Fund - CI Y - 6404 (6)	0.78	1.26	1.39	1.39	1.14	1.15	2.46		03/31/1994	0.55	0.55
<i>World Bond</i>											
BrandywineGLOBAL - Global Opportunities Bond Fund - Class I - 7725 (7)	2.15	-1.07	-4.99	-4.99	3.96	1.73	5.71		11/01/2006	0.69	0.69
<b>Asset Allocation</b>											

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
<b>Lifecycle</b>											
American Funds 2010 Target Date Retirement Fund®-Class R-6 - 1971 (8)	-2.23	-3.64	-2.49	-2.49	4.97	4.14	7.96		02/01/2007	0.33	0.33
American Funds 2015 Target Date Retirement Fund®-Class R-6 - 1973	-2.47	-4.21	-2.72	-2.72	5.17	4.28	8.42		02/01/2007	0.33	0.33
American Funds 2020 Target Date Retirement Fund®-Class R-6 - 1975	-2.77	-4.88	-2.69	-2.69	5.55	4.69	9.22		02/01/2007	0.34	0.34
American Funds 2025 Target Date Retirement Fund®-Class R-6 - 1977	-3.47	-6.32	-3.47	-3.47	6.12	5.00	10.21		02/01/2007	0.36	0.36
American Funds 2030 Target Date Retirement Fund®-Class R-6 - 1979	-4.29	-7.86	-4.16	-4.16	6.92	5.63	10.86		02/01/2007	0.38	0.38
American Funds 2035 Target Date Retirement Fund®-Class R-6 - 1981	-5.33	-9.75	-5.14	-5.14	7.43	5.95	11.08		02/01/2007	0.39	0.39
American Funds 2040 Target Date Retirement Fund®-Class R-6 - 1983	-5.71	-10.40	-5.52	-5.52	7.62	6.05	11.19		02/01/2007	0.40	0.40
American Funds 2045 Target Date Retirement Fund®-Class R-6 - 1985	-5.83	-10.66	-5.58	-5.58	7.77	6.17	11.25		02/01/2007	0.40	0.40
American Funds 2050 Target Date Retirement Fund®-Class R-6 - 1987	-5.92	-10.84	-5.61	-5.61	7.83	6.19	11.27		02/01/2007	0.41	0.41
American Funds 2055 Target Date Retirement Fund®-Class R-6 - 1989	-6.00	-10.88	-5.65	-5.65	7.81	6.17		9.57	02/01/2010	0.42	0.42
<b>Lifestyle</b>											
Voya Strategic Allocation Growth Portfolio - Class I - 031 (9)	-6.55	-11.06	-8.32	-8.32	4.94	4.00	8.95		07/05/1995	0.81	0.77
<b>Balanced</b>											
<b>Allocation--30% to 50% Equity</b>											
Vanguard® Wellesley® Income Fund - Admiral™ Shares - 2322	-2.08	-2.72	-2.47	-2.47	5.16	4.97	8.03		05/14/2001	0.16	0.16
<b>Allocation--50% to 70% Equity</b>											
Fidelity® Puritan® Fund - 990	-5.65	-11.26	-4.16	-4.16	6.13	6.14	10.37		04/16/1947	0.54	0.54
<b>Large Cap Value</b>											
<b>Large Blend</b>											
DFA U.S. Core Equity 1 Portfolio - Institutional Class - 3482	-10.13	-15.94	-7.79	-7.79	8.57	6.89	13.19		09/15/2005	0.19	0.19
Vanguard® 500 Index Fund - Admiral™ Shares - 899	-9.03	-13.53	-4.43	-4.43	9.22	8.46	13.10		11/13/2000	0.04	0.04
<b>Large Value</b>											
Vanguard® Equity Income Fund - Admiral™ Shares - 7926	-8.52	-9.36	-5.65	-5.65	8.68	7.60	12.27		08/13/2001	0.18	0.18
Vanguard® Value Index Fund - Admiral™ Shares - 8762	-9.33	-10.93	-5.43	-5.43	8.98	7.75	11.92		07/02/1998	0.05	0.05
<b>Large Cap Growth</b>											
<b>Large Growth</b>											
American Funds AMCAP Fund® - Class R-6 - 1949	-7.93	-14.34	-1.58	-1.58	9.63	8.43	14.39		05/01/1967	0.36	0.36
Vanguard® Growth Index Fund - Admiral™ Shares - 9895	-8.61	-16.30	-3.34	-3.34	9.45	9.00	14.52		05/14/1998	0.05	0.05
<b>Small/Mid/Specialty</b>											
<b>Mid-Cap Blend</b>											
DFA U.S. Core Equity 2 Portfolio - Institutional Class - 3226	-10.55	-16.37	-9.62	-9.62	7.81	5.84	12.77		09/15/2005	0.22	0.22
Vanguard® Mid-Cap Index Fund - Admiral™ Shares - 756	-9.88	-15.46	-9.23	-9.23	6.38	6.21	13.87		11/12/2001	0.05	0.05
<b>Mid-Cap Growth</b>											
Carillon Eagle Mid Cap Growth Fund - Class R-6 - 970	-10.02	-19.64	-6.01	-6.01	9.53	8.24	14.75		08/20/1998	0.69	0.69
Vanguard® Mid-Cap Growth Index Fund - Admiral™ Shares - 3310	-9.11	-15.82	-5.60	-5.60	7.08	6.65	14.15		08/17/2006	0.07	0.07
<b>Mid-Cap Value</b>											

See Performance Introduction Page for Important Information

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
Vanguard® Mid-Cap Value Index Fund - Admiral™ Shares - 3311	-10.66	-15.06	-12.42	-12.42	5.71	5.75	13.45		08/17/2006	0.07	0.07
Vanguard® Selected Value Fund - Investor Shares - 9321	-11.53	-16.14	-19.73	-19.73	3.73	2.69	11.86		02/15/1996	0.39	0.39
<b>Small Blend</b>											
DFA U.S. Small Cap Portfolio - Institutional Class - 9753	-12.30	-20.15	-13.13	-13.13	6.17	3.87	13.39		03/19/1992	0.37	0.37
Schwab Small-Cap Index Fund® - 3192	-11.90	-20.20	-10.95	-10.95	7.41	4.45	12.95		05/20/1997	0.04	0.04
<b>Small Growth</b>											
Vanguard® Explorer™ Fund - Admiral™ Shares - 828	-11.08	-19.51	-2.39	-2.39	10.56	6.14	14.39		11/12/2001	0.32	0.32
Vanguard® Small-Cap Growth Index Fund - Admiral™ Shares - 3315	-10.70	-19.30	-5.68	-5.68	8.39	5.24	14.38		05/21/1998	0.07	0.07
<b>Small Value</b>											
DFA U.S. Targeted Value Portfolio - Institutional Class - 2566	-12.65	-20.00	-15.78	-15.78	5.40	2.59	11.94		02/23/2000	0.37	0.37
<b>Specialty - Health</b>											
T. Rowe Price Health Sciences Fund - 8163	-10.93	-15.81	1.23	1.23	5.11	11.60	19.42		06/29/1999	0.77	0.77
<b>Specialty - Real Estate</b>											
DFA Real Estate Securities Portfolio - Institutional Class - 1438 (10)	-7.53	-5.15	-2.99	-2.99	3.59	8.51	12.41		01/05/1993	0.19	0.18
<b>Specialty - Utilities</b>											
Vanguard® Utilities Index Fund - Admiral™ Shares - 6987	-4.11	0.78	4.45	4.45	11.35	10.77	10.73		04/28/2004	0.10	0.10
<b>Global / International</b>											
<b>Diversified Emerging Mkts</b>											
American Funds New World Fund® - Class R-6 - 3491	-3.63	-8.09	-11.97	-11.97	6.91	2.21	8.65		06/17/1999	0.62	0.62
<b>Foreign Large Growth</b>											
Vanguard® International Growth Fund - Admiral™ Shares - 2190	-6.89	-14.75	-12.57	-12.57	8.43	3.68	9.67		08/13/2001	0.32	0.32
<b>Foreign Large Value</b>											
American Beacon International Equity Fund - Inst Class - 2365 (11)	-6.12	-14.07	-16.37	-16.37	1.54	-0.89	5.90		08/07/1991	0.73	0.73
Dodge & Cox International Stock Fund - 735	-6.73	-12.39	-17.98	-17.98	3.24	-0.48	7.72		05/01/2001	0.63	0.63
<b>Foreign Small/Mid Blend</b>											
Victory Trivalent International Small-Cap Fund - Class R6 - 3622 (12)	-6.56	-18.98	-20.35	-20.35	2.66	3.11	11.38		08/17/2007	1.12	1.12
<b>World Large Stock</b>											
American Funds New Perspective Fund® - Class R-6 - 1899	-5.71	-13.15	-5.56	-5.56	7.66	6.42	11.76		03/13/1973	0.45	0.45

The risks of investing in small company stocks may include relatively low trading volumes, a greater degree of change in earnings and greater short-term volatility.

Foreign investing involves special risks such as currency fluctuation and public disclosure, as well as economic and political risks.

Some of the Funds invest in securities guaranteed by the U.S. Government as to the timely payment of principal and interest; however, shares of the Funds are not insured nor guaranteed.

High yielding fixed-income securities generally are subject to greater market fluctuations and risks of loss of income and principal than are investments in lower yielding fixed-income securities.

Sector funds may involve greater-than average risk and are often more volatile than funds holding a diversified portfolio of stocks in many industries. Examples include: banking, biotechnology, chemicals, energy, environmental services, natural resources, precious metals, technology, telecommunications, and utilities.

\*The Gross Expense Ratios shown do not reflect any temporary fee or expense waivers that may be in effect for a fund. The performance of a fund with a temporary fee or expense waiver would have been lower if the gross fund fees / expenses listed had been reflected.

#### Additional Notes

#### Additional Notes

(1)The current rate for the Voya Fixed Plus Account III MC 906, Fund 4020 is 2.50%, expressed as an annual effective yield. The current rate may change and be higher or lower than the previously identified rate but is guaranteed not to be less than 1.00%. VRIAC will not apply a decrease to the current rate following a rate change initiated solely by us prior to the last day of the three-month period measured from the first day of the month in which such change was effective. Note: The current rate for an initial investment in the fixed account previously identified may be in effect for less than a full three-month period.

(2)Voya Fixed Plus Account III - Voya will credit interest at an annual effective rate of at least 2.50% through April 30, 2018. Please note the Guaranteed Minimum Interest Rate is 1.00% for the life of contract. Again, the current credited interest rate will be 2.50% through 4/30/18. Guarantees are based on the claims paying ability of Voya Retirement Insurance and Annuity Company. Restrictions may apply to transfers of funds from the Voya Fixed Plus Account III to other contract investment options. Please refer to your product prospectus / disclosure booklet or call your 800 number for more information.

(3)Virtus Seix Floating Rate High Income Fund - Class I: The fund's investment adviser has contractually agreed to limit the fund's total operating expenses (excluding front-end or contingent deferred loads, taxes, leverage expenses, interest, brokerage commissions, expenses incurred in connection with any merger or reorganization, unusual or infrequently occurring expenses (such as litigation) and acquired fund fees and expenses, if any) so that such expenses do not exceed 0.62% through July 31, 2019. Following the contractual period, the adviser may discontinue these expense reimbursement arrangements at any time. Under certain conditions, the adviser may recapture operating expenses reimbursed under these arrangements for a period of three years following the date on which such reimbursement occurred.

(4)Goldman Sachs Government Income Fund - Institutional Shares: The Investment Adviser has agreed to: (i) reduce or limit Other Expenses (excluding acquired fund fees and expenses, transfer agency fees and expenses, service fees, shareholder administration fees, taxes, interest, brokerage fees, expenses of shareholder meetings, litigation and indemnification, and extraordinary expenses) to 0.004% of the Fund's average daily net assets; and (ii) waive a portion of its management fee payable by the Fund in an amount equal to any management fee it earns as an investment adviser to any of the affiliated funds in which the Fund invests. These arrangements will remain in effect through at least July 29, 2019, and prior to such date the Investment Adviser may not terminate the arrangements without the approval of the Board of Trustees.

(5)Western Asset Core Plus Bond Fund - Class IS: The manager has agreed to waive fees and/or reimburse operating expenses (other than interest, brokerage commissions, taxes, extraordinary expenses, deferred organizational expenses and acquired fund fees and expenses) so that total annual fund operating expenses will not exceed 0.45%, subject to recapture as described below. In addition, total annual fund operating expenses for Class IS shares will not exceed total annual fund operating expenses for Class I shares, subject to recapture as described below. These arrangements cannot be terminated prior to December 31, 2018 without the Board's consent. The manager is permitted to recapture amounts waived and/or reimbursed within two years after the fiscal year in which the manager earned the fee or incurred the expense if the total annual fund operating expenses have fallen to a level below the limits described above. In no case will the manager recapture any amount that would result, on any particular business day of the fund, in the total annual fund operating expenses exceeding the applicable limits described above or any other lower limit then in effect.

(6)Loomis Sayles Limited Term Government and Agency Fund - Class Y: Loomis, Sayles & Company, L.P. (Loomis Sayles or the Adviser) has given a binding contractual undertaking to the Fund to limit the amount of the Fund's total annual fund operating expenses to 0.55% of the Fund's average daily net assets, exclusive of brokerage expenses, interest expense, taxes, acquired fund fees and expenses, organizational and extraordinary expenses, such as litigation and indemnification expenses. This undertaking is in effect through January 31, 2018 and may be terminated before then only with the consent of the Fund's Board of Trustees. The Adviser will be permitted to recover management fees waived and/or expenses reimbursed to the extent that expenses in later periods fall below the applicable expense limitations. The Fund will not be obligated to repay any such waived/reimbursed fees and expenses more than one year after the end of the fiscal year in which the fees or expenses were waived/reimbursed.

(7)Legg Mason BW Global Opportunities Bond Fund - Class I: The manager has agreed to waive fees and/or reimburse operating expenses (other than interest, brokerage commissions, dividend expense on short sales, taxes, extraordinary expenses and acquired fund fees and expenses) so that total annual fund operating expenses will not exceed 0.75%, subject to recapture as described below. These arrangements cannot be terminated prior to December 31, 2018 without the Board of Trustees' (the "Board") consent. The manager is permitted to recapture amounts waived and/or reimbursed within three years after the fiscal year in which the manager earned the fee or incurred the expense if the total annual fund operating expenses have fallen to a level below the limits described above. In no case will the manager recapture any amount that would result, on any particular business day of the fund, in the class' total annual fund operating expenses exceeding the applicable limits described above or any other lower limit then in effect.

(8)American Funds 2010 Target Date Retirement Fund - Class R-6: The investment adviser is currently waiving its management fee of .10%. This waiver will be in effect through at least November 1, 2016. The waiver may only be modified or terminated with the approval of the series' board.

(9)Voya Strategic Allocation Growth Portfolio - Class I: The adviser is contractually obligated to limit expenses to 0.77% through May 1, 2019. These limitations do not extend to interest, taxes, investment-related costs, leverage expenses, and extraordinary expenses. Termination or modification of this obligation requires approval by the Portfolio's board.

(10)DFA Real Estate Securities Portfolio - Institutional Class: Dimensional Fund Advisors LP (the Advisor) has agreed to waive certain fees and in certain instances, assume certain expenses of the DFA Real Estate Securities Portfolio. The Fee Waiver and Expense Assumption Agreement for the Portfolio will remain in effect through February 28, 2019, and may only be terminated by the Fund's Board of Directors prior to that date. Under certain circumstances, the Advisor retains the right to seek reimbursement for any fees previously waived and/or expenses previously assumed up to thirty-six months after such fee waiver and/or expense assumption.

**Additional Notes**

(11) American Beacon International Equity Fund - Inst Class: The Total Annual Fund Operating Expenses do not correlate to the ratio of expenses to average net assets provided in the Fund's Financial Highlights table, which reflects the operating expenses of the Fund and does not include Acquired Fund Fees and Expenses.

(12) Victory Trivalent International Small-Cap Fund - Class R6: Victory Capital Management Inc., the Fund's investment adviser, ("Adviser") has contractually agreed to waive its management fee and/or reimburse expenses so that the total annual operating expenses of the Fund (excluding Acquired Fund Fees and Expenses and certain items such as interest, taxes and brokerage commissions) do not exceed 1.10% until at least October 31, 2018. The Adviser is permitted to recoup advisory fees waived and expenses reimbursed for up to three years after the fiscal year in which the waiver or reimbursement took place, subject to the lesser of any operating expense limits in effect at the time of: (a) the original waiver or expense reimbursement; or (b) recoupment. This agreement may only be terminated by the Fund's Board of Trustees.

(13) The Investment Option is neither a mutual fund nor part of a Separate Account. The returns listed do not include the impact of contract charges. Please refer to the contract or disclosure book to determine which Fixed Interest Options are available for your specific plan. The Investment Option is offered through Voya Retirement Insurance and Annuity Company.

Insurance products, annuities and funding agreements issued by Voya Retirement Insurance and Annuity Company, One Orange Way Windsor, CT 06095, (VRIAC), which is solely responsible for meeting its obligations. Plan administrative services provided by VRIAC or Voya Institutional Plan Services, LLC. All companies are members of the Voya family of companies. Securities are distributed by or offered through Voya Financial Partners, LLC (member SIPC) or other broker-dealers with which it has a selling agreement.

The chart shows the performance for each investment option for the time periods shown.

# Disclosure and Glossary

Insurance products, annuities and funding agreements issued by Voya Retirement Insurance and Annuity Company ("VRIAC"), One Orange Way, Windsor, CT 06095, which is solely responsible for meeting its obligations. Plan administrative services provided by VRIAC or Voya Institutional Plan Services, LLC. Securities distributed by or offered through Voya Financial Partners, LLC. (member SIPC) or other broker-dealers with which it has a selling agreement. Annuities may also be issued by ReliaStar Life Insurance Company (Minneapolis, MN) and ReliaStar Life Insurance Company of New York (Woodbury, NY). Variable annuities issued by ReliaStar Life Insurance Company are distributed by Voya Financial Partners, LLC. Variable annuities issued by ReliaStar Life Insurance Company of New York are distributed by Directed Services LLC. Only Voya Retirement Insurance and Annuity Company and ReliaStar Life Insurance Company of New York are admitted and issue products in the state of New York. All companies are members of the Voya® family of companies. Products and services may vary by state and may not be available in all states.

**You should consider the investment objectives, risks, charges and expenses of the investment options offered through a retirement plan carefully before investing. The prospectus contains this and other information. Please read the prospectus carefully before investing. You can obtain a free prospectus for the portfolio/fund and/or the separate account prior to making an investment decision or at any time by contacting your local representative or 1-800-262-3862. If a different toll-free number is shown on the first page of the prospectus summary or in your enrollment material, please call that number.**

If you participate in an IRC Section 403(b), 401 or 457 retirement plan funded by an SEC registered group annuity contract, this material must be preceded or accompanied by a prospectus summary for the contract.

If you are an individual contract holder of an individual retirement annuity or a non-qualified annuity, this material must be preceded or accompanied by a prospectus for the contract.

## Morningstar Category

While the prospectus objective identifies a fund's investment goals based on the wording in the fund prospectus, the Morningstar Category identifies funds based on their actual investment styles as measured by their underlying portfolio holdings (portfolio and other statistics over the past three years).

## Investment Objective and Strategy

For mutual funds and variable annuity/life products, this is a summary of the Investment Objectives and Policy section found in every prospectus. It states the objective of the fund and how the manager(s) intend to invest to achieve this objective. It includes any limitations to the fund's investment policies, as well as any share class structure differences, previous names, mergers, liquidation, and opening and closing information. For separate accounts, the investment strategy is typically written by the asset manager.

## Volatility and Risk

Although volatility and risk are closely related, the volatility measure is different from the Morningstar risk measure (a component of the star rating) shown at the top of each page. The risk measure compares a fund with other funds in its star rating group, while the volatility measure shows where the fund ranks relative to all mutual funds.

*Low:* In the past, this investment has shown a relatively small range of price fluctuations relative to other investments within the category. Based on this measure, currently more than two thirds of all investments have shown higher levels of risk. Consequently, this investment may appeal to investors looking for a more conservative investment strategy.

*Moderate:* Moderate: In the past, this investment has shown a relatively moderate range of price fluctuations relative to other investments within the category. This investment may experience larger or smaller price declines or price increases depending on market conditions. Some of this risk may be offset by owning other investments with different portfolio makeups or investment strategies.

*High:* In the past, this investment has shown a wide range of price fluctuations relative to other investments within the category. This investment may experience significant price increases in favorable markets or undergo large price declines in adverse markets. Some of this risk may be offset by owning other investments within different portfolio makeups or investment strategies.

The volatility measure is not displayed for investments with fewer than three years of history. The category average, however is shown.

## Risk Measures

**Standard Deviation:** A statistical measure of the volatility of the fund's returns.

**Beta:** Beta is a measure of a fund's sensitivity to market movements, as defined by a benchmark index. It measures the relationship between an investment's excess return over 90-day Treasury-bills and the excess return of the benchmark index. By definition, the beta of the benchmark is 1.00. A fund with a beta greater than 1 is more volatile than the market, and a fund with a beta less than 1 is less volatile than the market. A fund with a 1.10 beta has performed 10% better than its benchmark index (after deducting the T-bill rate) in up markets, and 10% worse in down markets, assuming all other factors remain constant. A beta of 0.85 indicates that the fund has performed 15% worse than the index in up markets, and 15% better in down markets. A low beta does not imply that the fund has a low level of volatility; rather, it means only that the fund's market-related risk is low.

## Prospectus Risk

As with any mutual fund, you could lose money on your investment unless otherwise noted. The share price of the fund normally changes daily based on changes in the value of the securities that the fund holds. The investment strategies

that the sub advisor uses may not produce the intended results. Additional information about the investment risks are provided on the applicable fund fact sheets. For detailed information about these risks, please refer to the fund's prospectus.

NOT A DEPOSIT. NOT FDIC INSURED. NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY. NOT GUARANTEED BY THE INSTITUTION. MAY GO DOWN IN VALUE.

**Active Management Risk:** The investment is actively managed and subject to the risk that the advisor's usage of investment techniques and risk analyses to make investment decisions fails to perform as expected, which may cause the portfolio to lose value or underperform investments with similar objectives and strategies or the market in general.

**Amortized Cost Risk:** If the deviation between the portfolio's amortized value per share and its market-based net asset value per share results in material dilution or other unfair results to shareholders, the portfolio's board will take action to counteract these results, including potentially suspending redemption of shares or liquidating the portfolio.

**Asset Transfer Program Risk:** The portfolio is subject to unique risks because of its use in connection with certain guaranteed benefit programs, frequently associated with insurance contracts. To fulfill these guarantees, the advisor may make large transfers of assets between the portfolio and other affiliated portfolios. These transfers may subject the shareholder to increased costs if the asset base is substantially reduced and may cause the portfolio to have to purchase or sell securities at inopportune times.

**Bank Loans Risk:** Investments in bank loans, also known as senior loans or floating-rate loans, are rated below-investment grade and may be subject to a greater risk of default than are investment-grade loans, reducing the potential for income and potentially leading to impairment of the collateral provided by the borrower. Bank loans pay interest at rates that are periodically reset based on changes in interest rates and may be subject to increased prepayment and liquidity risks.

**Capitalization Risk:** Concentrating assets in stocks of one or more capitalizations (small, mid, or large) may be subject to both the specific risks of those capitalizations as well as increased volatility because stocks of specific capitalizations tend to go through cycles of beating or lagging the market as a whole.

**Cash Drag Risk:** The portfolio may fail to meet its investment objective because of positions in cash and equivalents.

**Cash Transactions Risk:** Redemptions of ETF shares for cash, rather than in-kind securities, may require the portfolio to sell securities. This may increase shareholder tax liability, potentially through capital gain distributions.

**China Region Risk:** Investing in the China region, including

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Hong Kong, the People's Republic of China, and Taiwan, may be subject to greater volatility because of the social, regulatory, and political risks of that region, as well as the Chinese government's significant level of control over China's economy and currency. A disruption of relations between China and its neighbors or trading partners could severely impact China's export-based economy.

**Closed-End Fund Risk:** Investments in closed-end funds generally reflect the risks of owning the underlying securities, although they may be subject to greater liquidity risk and higher costs than owning the underlying securities directly because of their management fees. Shares of CEFs are subject to market trading risk, potentially trading at a premium or discount to net asset value.

**Commodity Risk:** Investments in commodity-related instruments are subject to the risk that the performance of the overall commodities market declines and that weather, disease, political, tax, and other regulatory developments adversely impact the value of commodities, which may result in a loss of principal and interest. Commodity-linked investments face increased price volatility and liquidity, credit, and issuer risks compared with their underlying measures.

**Compounding Risk:** Because the investment is managed to replicate a multiple or inverse multiple of an index over a single day (or similar short-term period), returns for periods longer than one day will generally reflect performance that is greater or less than the target in the objective because of compounding. The effect of compounding increases during times of higher index volatility, causing long-term results to further deviate from the target objective.

**Conflict of Interest Risk:** A conflict of interest may arise if the advisor makes an investment in certain underlying funds based on the fact that those funds are also managed by the advisor or an affiliate or because certain underlying funds may pay higher fees to the advisor than others. In addition, an advisor's participation in the primary or secondary market for loans may be deemed a conflict of interest and limit the ability of the investment to acquire those assets.

**Convertible Securities Risk:** Investments in convertible securities may be subject to increased interest-rate risks, rising in value as interest rates decline and falling in value when interest rates rise, in addition to their market value depending on the performance of the common stock of the issuer. Convertible securities, which are typically unrated or rated lower than other debt obligations, are secondary to debt obligations in order of priority during a liquidation in the event the issuer defaults.

**Country or Region Risk:** Investments in securities from a particular country or region may be subject to the risk of adverse social, political, regulatory, or economic events occurring in that country or region. Country- or region-specific risks also include the risk that adverse securities markets or exchange rates may impact the value of securities from those areas.

**Credit and Counterparty Risk:** The issuer or guarantor of a fixed-income security, counterparty to an OTC derivatives contract, or other borrower may not be able to make timely principal, interest, or settlement payments on an obligation. In this event, the issuer of a fixed-income security may have its credit rating downgraded or defaulted, which may reduce the potential for income and value of the portfolio.

**Credit Default Swaps Risk:** Credit default swaps insure the buyer in the event of a default of a fixed-income security. The seller of a credit default swap receives premiums and is obligated to repay the buyer in the event of a default of the underlying creditor. Investments in credit default swaps may be subject to increased counterparty, credit, and liquidity risks.

**Currency Risk:** Investments in securities traded in foreign currencies or more directly in foreign currencies are subject to the risk that the foreign currency will decline in value relative to the U.S. dollar, which may reduce the value of the portfolio. Investments in currency hedging positions are subject to the risk that the value of the U.S. dollar will decline relative to the currency being hedged, which may result in a loss of money on the investment as well as the position designed to act as a hedge. Cross-currency hedging strategies and active currency positions may increase currency risk because actual currency exposure may be substantially different from that suggested by the portfolio's holdings.

**Custody Risk:** Foreign custodial and other foreign financial services are generally more expensive than they are in the United States and may have limited regulatory oversight. The investment may have trouble clearing and settling trades in less-developed markets, and the laws of some countries may limit the investment's ability to recover its assets in the event the bank, depository, or agent holding those assets goes into bankruptcy.

**Depository Receipts Risk:** Investments in depository receipts generally reflect the risks of the securities they represent, although they may be subject to increased liquidity risk and higher expenses and may not pass through voting and other shareholder rights. Depository receipts cannot be directly exchanged for the securities they represent and may trade at either a discount or premium to those securities.

**Derivatives Risk:** Investments in derivatives may be subject to the risk that the advisor does not correctly predict the movement of the underlying security, interest rate, market index, or other financial asset, or that the value of the derivative does not correlate perfectly with either the overall market or the underlying asset from which the derivative's value is derived. Because derivatives usually involve a small investment relative to the magnitude of liquidity and other risks assumed, the resulting gain or loss from the transaction will be disproportionately magnified. These investments may result in a loss if the counterparty to the transaction does not perform as promised.

**Distressed Investments Risk:** Investments in distressed or

defaulted investments, which may include loans, loan participations, bonds, notes, and issuers undergoing bankruptcy organization, are often not publicly traded and face increased price volatility and liquidity risk. These securities are subject to the risk that the advisor does not correctly estimate their future value, which may result in a loss of part or all of the investment.

**Dollar Rolls Risk:** Dollar rolls transactions may be subject to the risk that the market value of securities sold to the counterparty declines below the repurchase price, the counterparty defaults on its obligations, or the portfolio turnover rate increases because of these transactions. In addition, any investments purchased with the proceeds of a security sold in a dollar rolls transaction may lose value.

**Early Close/Late Close/Trading Halt Risk:** The investment may be unable to rebalance its portfolio or accurately price its holdings if an exchange or market closes early, closes late, or issues trading halts on specific securities or restricts the ability to buy or sell certain securities or financial instruments. Any of these scenarios may cause the investment to incur substantial trading losses.

**Emerging Markets Risk:** Investments in emerging- and frontier-markets securities may be subject to greater market, credit, currency, liquidity, legal, political, and other risks compared with assets invested in developed foreign countries.

**Equity Securities Risk:** The value of equity securities, which include common, preferred, and convertible preferred stocks, will fluctuate based on changes in their issuers' financial conditions, as well as overall market and economic conditions, and can decline in the event of deteriorating issuer, market, or economic conditions.

**ETF Risk:** Investments in exchange-traded funds generally reflect the risks of owning the underlying securities they are designed to track, although they may be subject to greater liquidity risk and higher costs than owning the underlying securities directly because of their management fees. Shares of ETFs are subject to market trading risk, potentially trading at a premium or discount to net asset value.

**ETN Risk:** Investments in exchange-traded notes may be subject to the risk that their value is reduced because of poor performance of the underlying index or a downgrade in the issuer's credit rating, potentially resulting in default. The value of these securities may also be impacted by time to maturity, level of supply and demand, and volatility and lack of liquidity in underlying markets, among other factors. The portfolio bears its proportionate share of fees and expenses associated with investment in ETNs, and its decision to sell these holdings may be limited by the availability of a secondary market.

**Event-Driven Investment/ Arbitrage Strategies Risk:** Arbitrage strategies involve investment in multiple securities with the expectation that their prices will converge at an expected value. These strategies face the risk that the

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advisor's price predictions will not perform as expected. Investing in event-driven or merger arbitrage strategies may not be successful if the merger, restructuring, tender offer, or other major corporate event proposed or pending at the time of investment is not completed on the terms contemplated.

**Extension Risk:** The issuer of a security may repay principal more slowly than expected because of rising interest rates. In this event, short- and medium-duration securities are effectively converted into longer-duration securities, increasing their sensitivity to interest-rate changes and causing their prices to decline.

**Financials Sector Risk:** Concentrating assets in the financials sector may disproportionately subject the portfolio to the risks of that industry, including loss of value because of economic recession, availability of credit, volatile interest rates, government regulation, and other factors.

**Fixed Income Securities Risk:** The value of fixed-income or debt securities may be susceptible to general movements in the bond market and are subject to interest-rate and credit risk.

**Foreign Securities Risk:** Investments in foreign securities may be subject to increased volatility as the value of these securities can change more rapidly and extremely than can the value of U.S. securities. Foreign securities are subject to increased issuer risk because foreign issuers may not experience the same degree of regulation as U.S. issuers do and are held to different reporting, accounting, and auditing standards. In addition, foreign securities are subject to increased costs because there are generally higher commission rates on transactions, transfer taxes, higher custodial costs, and the potential for foreign tax charges on dividend and interest payments. Many foreign markets are relatively small, and securities issued in less-developed countries face the risks of nationalization, expropriation or confiscatory taxation, and adverse changes in investment or exchange control regulations, including suspension of the ability to transfer currency from a country. Economic, political, social, or diplomatic developments can also negatively impact performance.

**Forwards Risk:** Investments in forwards may increase volatility and be subject to additional market, active management, currency, and counterparty risks as well as liquidity risk if the contract cannot be closed when desired. Forwards purchased on a when-issued or delayed-delivery basis may be subject to risk of loss if they decline in value prior to delivery, or if the counterparty defaults on its obligation.

**Futures Risk:** Investments in futures contracts and options on futures contracts may increase volatility and be subject to additional market, active management, interest, currency, and other risks if the contract cannot be closed when desired.

**Growth Investing Risk:** Growth securities may be subject to increased volatility as the value of these securities is highly sensitive to market fluctuations and future earnings

expectations. These securities typically trade at higher multiples of current earnings than do other securities and may lose value if it appears their earnings expectations may not be met.

**Hedging Strategies Risk:** The advisor's use of hedging strategies to reduce risk may limit the opportunity for gains compared with unhedged investments, and there is no guarantee that hedges will actually reduce risk.

**High Portfolio Turnover Risk:** Active trading may create high portfolio turnover, or a turnover of 100% or more, resulting in increased transaction costs. These higher costs may have an adverse impact on performance and generate short-term capital gains, creating potential tax liability even if an investor does not sell any shares during the year.

**High Yield Securities Risk:** Investments in below-investment-grade debt securities and unrated securities of similar credit quality, commonly known as "junk bonds" or "high-yield securities," may be subject to increased interest, credit, and liquidity risks.

**Income Risk:** The investment's income payments may decline depending on fluctuations in interest rates and the dividend payments of its underlying securities. In this event, some investments may attempt to pay the same dividend amount by returning capital.

**Increase in Expenses Risk:** The actual cost of investing may be higher than the expenses listed in the expense table for a variety of reasons, including termination of a voluntary fee waiver or losing portfolio fee breakpoints if average net assets decrease. The risk of expenses increasing because of a decrease in average net assets is heightened when markets are volatile.

**Index Correlation/Tracking Error Risk:** A portfolio that tracks an index is subject to the risk that certain factors may cause the portfolio to track its target index less closely, including if the advisor selects securities that are not fully representative of the index. The portfolio will generally reflect the performance of its target index even if the index does not perform well, and it may underperform the index after factoring in fees, expenses, transaction costs, and the size and timing of shareholder purchases and redemptions.

**Industry and Sector Investing Risk:** Concentrating assets in a particular industry, sector of the economy, or markets may increase volatility because the investment will be more susceptible to the impact of market, economic, regulatory, and other factors affecting that industry or sector compared with a more broadly diversified asset allocation.

**Inflation/Deflation Risk:** A change of asset value may occur because of inflation or deflation, causing the portfolio to underperform. Inflation may cause the present value of future payments to decrease, causing a decline in the future value of assets or income. Deflation causes prices to decline throughout the economy over time, impacting issuers' creditworthiness and increasing their risk for default, which

may reduce the value of the portfolio.

**Inflation-Protected Securities Risk:** Unlike other fixed-income securities, the values of inflation-protected securities are not significantly impacted by inflation expectations because their interest rates are adjusted for inflation. Generally, the value of inflation-protected securities will fall when real interest rates rise and rise when real interest rates fall.

**Interest Rate Risk:** Most securities are subject to the risk that changes in interest rates will reduce their market value.

**Intraday Price Performance Risk:** The investment is rebalanced according to the investment objective at the end of the trading day, and its reported performance will reflect the closing net asset value. A purchase at the intraday price may generate performance that is greater or less than reported performance.

**Inverse Floaters Risk:** Investments in inverse floaters may be subject to increased price volatility compared with fixed-rate bonds that have similar credit quality, redemption provisions, and maturity. The performance of inverse floaters tends to lag fixed-rate bonds in rising long-term interest-rate environments and exceed them in falling or stable long-term interest-rate environments.

**Investment-Grade Securities Risk:** Investments in investment-grade debt securities that are not rated in the highest rating categories may lack the capacity to pay principal and interest compared with higher-rated securities and may be subject to increased credit risk.

**IPO Risk:** Investing in initial public offerings may increase volatility and have a magnified impact on performance. IPO shares may be sold shortly after purchase, which can increase portfolio turnover and expenses, including commissions and transaction costs. Additionally, IPO shares are subject to increased market, liquidity, and issuer risks.

**Issuer Risk:** A stake in any individual security is subject to the risk that the issuer of that security performs poorly, resulting in a decline in the security's value. Issuer-related declines may be caused by poor management decisions, competitive pressures, technological breakthroughs, reliance on suppliers, labor problems or shortages, corporate restructurings, fraudulent disclosures, or other factors. Additionally, certain issuers may be more sensitive to adverse issuer, political, regulatory, market, or economic developments.

**Large Cap Risk:** Concentrating assets in large-capitalization stocks may subject the portfolio to the risk that those stocks underperform other capitalizations or the market as a whole. Large-cap companies may be unable to respond as quickly as small- and mid-cap companies can to new competitive pressures and may lack the growth potential of those securities. Historically, large-cap companies do not recover as quickly as smaller companies do from market declines.

# Disclosure and Glossary

**Lending Risk:** Investing in loans creates risk for the borrower, lender, and any other participants. A borrower may fail to make payments of principal, interest, and other amounts in connection with loans of cash or securities or fail to return a borrowed security in a timely manner, which may lead to impairment of the collateral provided by the borrower. Investments in loan participations may be subject to increased credit, pricing, and liquidity risks, with these risks intensified for below investment-grade loans.

**Leverage Risk:** Leverage transactions may increase volatility and result in a significant loss of value if a transaction fails. Because leverage usually involves investment exposure that exceeds the initial investment, the resulting gain or loss from a relatively small change in an underlying indicator will be disproportionately magnified.

**Long-term Outlook and Projections Risk:** The investment is intended to be held for a substantial period of time, and investors should tolerate fluctuations in their investment's value.

**Loss of Money Risk:** Because the investment's market value may fluctuate up and down, an investor may lose money, including part of the principal, when he or she buys or sells the investment.

**Management Risk:** Performance is subject to the risk that the advisor's asset allocation and investment strategies do not perform as expected, which may cause the portfolio to underperform its benchmark, other investments with similar objectives, or the market in general. The investment is subject to the risk of loss of income and capital invested, and the advisor does not guarantee its value, performance, or any particular rate of return.

**Market Trading Risk:** Because shares of the investment are traded on the secondary market, investors are subject to the risks that shares may trade at a premium or discount to net asset value. There is no guarantee that an active trading market for these shares will be maintained.

**Market/Market Volatility Risk:** The market value of the portfolio's securities may fall rapidly or unpredictably because of changing economic, political, or market conditions, which may reduce the value of the portfolio.

**Master/Feeder Risk:** The portfolio is subject to unique risks related to the master/feeder structure. Feeder funds bear their proportionate share of fees and expenses associated with investment in the master fund. The performance of a feeder fund can be impacted by the actions of other feeder funds, including if a larger feeder fund maintains voting control over the operations of the master fund or if large-scale redemptions by another feeder fund increase the proportionate share of costs of the master fund for the remaining feeder funds.

**Maturity/Duration Risk:** Securities with longer maturities or durations typically have higher yields but may be subject to increased interest-rate risk and price volatility compared with

securities with shorter maturities, which have lower yields but greater price stability.

**Mid-Cap Risk:** Concentrating assets in mid-capitalization stocks may subject the portfolio to the risk that those stocks underperform other capitalizations or the market as a whole. Mid-cap companies may be subject to increased liquidity risk compared with large-cap companies and may experience greater price volatility than do those securities because of more-limited product lines or financial resources, among other factors.

**MLP Risk:** Investments in master limited partnerships may be subject to the risk that their value is reduced because of poor performance of the underlying assets or if they are not treated as partnerships for federal income tax purposes. Investors in MLPs have more-limited control and voting rights on matters affecting the partnership compared with shareholders of common stock.

**Money Market:** The risks pertaining to money market funds, those in compliance with Rule 2a-7 under the Investment Company Act of 1940, vary depending on the fund's operations as reported in SEC Form N-MFP. Institutional money market funds are considered those that are required to transact at a floating net asset value. These funds can experience capital gains and losses in normal conditions just like other mutual funds. Additionally, most institutional, government, and retail money market funds may impose a fee upon the sale of your shares, or may suspend your ability to sell shares if the fund's liquidity falls below required minimums, because of market conditions or other factors. While retail and government funds electing to maintain liquidity through suspending redemptions or imposing fees attempt to preserve the value of shares at \$1.00, the funds cannot guarantee they will do so. Some government money market funds have not elected to permit liquidity fees or suspend redemptions. Although these funds also seek to preserve the value of investments at \$1.00 per share, they cannot guarantee they will do so. An investment in any money market fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency and can result in a loss of money. The fund's sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time.

**Money Market Fund Ownership:** An investment in a money market fund is not a deposit in a bank and is not guaranteed by the FDIC, any other governmental agency, or the advisor itself. Money market funds report investment characteristics in SEC Form N-MFP. Institutional money market funds have a net asset value that may fluctuate on a day-to-day basis in ordinary conditions. All are subject to the risk that they may not be able to maintain a stable NAV of \$1.00 per share. Money market funds may opt to maintain liquidity through imposing fees on certain redemptions or a suspension of redemptions because of market conditions. Only exempt government money market funds are permitted to opt out of incorporating these liquidity maintenance measures to support the stable share price of \$1.00.

## **Mortgage-Backed and Asset-Backed Securities**

**Risk:** Investments in mortgage-backed and asset-backed securities may be subject to increased price volatility because of changes in interest rates, issuer information availability, credit quality of the underlying assets, market perception of the issuer, availability of credit enhancement, and prepayment of principal. The value of ABS and MBS may be adversely affected if the underlying borrower fails to pay the loan included in the security.

**Multimanager Risk:** Managers' individual investing styles may not complement each other. This can result in both higher portfolio turnover and enhanced or reduced concentration in a particular region, country, industry, or investing style compared with an investment with a single manager.

## **Municipal Obligations, Leases, and AMT-Subject**

**Bonds Risk:** Investments in municipal obligations, leases, and private activity bonds subject to the alternative minimum tax have varying levels of public and private support. The principal and interest payments of general-obligation municipal bonds are secured by the issuer's full faith and credit and supported by limited or unlimited taxing power. The principal and interest payments of revenue bonds are tied to the revenues of specific projects or other entities. Federal income tax laws may limit the types and volume of bonds qualifying for tax exemption of interest and make any further purchases of tax-exempt securities taxable.

**Municipal Project-Specific Risk:** Investments in municipal bonds that finance similar types of projects, including those related to education, health care, housing, transportation, utilities, and industry, may be subject to a greater extent than general obligation municipal bonds to the risks of adverse economic, business, or political developments.

**New Fund Risk:** Investments with a limited history of operations may be subject to the risk that they do not grow to an economically viable size in order to continue operations.

**Nondiversification Risk:** A nondiversified investment, as defined under the Investment Act of 1940, may have an increased potential for loss because its portfolio includes a relatively small number of investments. Movements in the prices of the individual assets may have a magnified effect on a nondiversified portfolio. Any sale of the investment's large positions could adversely affect stock prices if those positions represent a significant part of a company's outstanding stock.

**Not FDIC Insured Risk:** The investment is not a deposit or obligation of, or guaranteed or endorsed by, any bank and is not insured by the Federal Deposit Insurance Corporation, the Federal Reserve Board, or any other U.S. governmental agency.

**Options Risk:** Investments in options may be subject to the risk that the advisor does not correctly predict the movement of an option's underlying stock. Option purchases may result in the loss of part or all of the amount paid for the option plus

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commission costs. Option sales may result in a forced sale or purchase of a security at a price higher or lower than its current market price.

**OTC Risk:** Investments traded and privately negotiated in the over-the-counter market, including securities and derivatives, may be subject to greater price volatility and liquidity risk than transactions made on organized exchanges. Because the OTC market is less regulated, OTC transactions may be subject to increased credit and counterparty risk.

**Other Risk:** The investment's performance may be impacted by its concentration in a certain type of security, adherence to a particular investing strategy, or a unique aspect of its structure and costs.

**Passive Management Risk:** The investment is not actively managed, and the advisor does not attempt to manage volatility or take defensive positions in declining markets. This passive management strategy may subject the investment to greater losses during general market declines than actively managed investments.

**Portfolio Diversification Risk:** Investments that concentrate their assets in a relatively small number of issuers, or in the securities of issuers in a particular market, industry, sector, country, or asset class, may be subject to greater risk of loss than is a more widely diversified investment.

**Preferred Stocks Risk:** Investments in preferred stocks may be subject to the risks of deferred distribution payments, involuntary redemptions, subordination to debt instruments, a lack of liquidity compared with common stocks, limited voting rights, and sensitivity to interest-rate changes.

**Prepayment (Call) Risk:** The issuer of a debt security may be able to repay principal prior to the security's maturity because of an improvement in its credit quality or falling interest rates. In this event, this principal may have to be reinvested in securities with lower interest rates than the original securities, reducing the potential for income.

**Pricing Risk:** Some investments may not have a market observed price; therefore, values for these assets may be determined through a subjective valuation methodology. Fair values determined by a subjective methodology may differ from the actual value realized upon sale. Valuation methodologies may also be used to calculate a daily net asset value.

**Quantitative Investing Risk:** Holdings selected by quantitative analysis may perform differently from the market as a whole based on the factors used in the analysis, the weighting of each factor, and how the factors have changed over time.

**Real Estate/REIT Sector Risk:** Concentrating assets in the real estate sector or REITs may disproportionately subject the portfolio to the risks of that industry, including loss of value because of changes in real estate values, interest rates, and

taxes, as well as changes in zoning, building, environmental, and other laws, among other factors. Investments in REITs may be subject to increased price volatility and liquidity risk, and shareholders indirectly bear their proportionate share of expenses because of their management fees.

**Regulation/Government Intervention Risk:** The business of the issuer of an underlying security may be adversely impacted by new regulation or government intervention, impacting the price of the security. Direct government ownership of distressed assets in times of economic instability may subject the portfolio's holdings to increased price volatility and liquidity risk.

**Reinvestment Risk:** Payments from debt securities may have to be reinvested in securities with lower interest rates than the original securities.

**Reliance on Trading Partners Risk:** Investments in economies that depend heavily on trading with key partners may be subject to the risk that any reduction in this trading may adversely impact these economies.

**Replication Management Risk:** The investment does not seek investment returns in excess of the underlying index. Therefore, it will not generally sell a security unless it was removed from the index, even if the security's issuer is in financial trouble.

**Repurchase Agreements Risk:** Repurchase agreements may be subject to the risk that the seller of a security defaults and the collateral securing the repurchase agreement has declined and does not equal the value of the repurchase price. In this event, impairment of the collateral may result in additional costs.

**Restricted/Illiquid Securities Risk:** Restricted and illiquid securities may fall in price because of an inability to sell the securities when desired. Investing in restricted securities may subject the portfolio to higher costs and liquidity risk.

**Sampling Risk:** Although the portfolio tracks an index, it maintains a smaller number of holdings than does the index. Use of this representative sampling approach may lead the portfolio to track the index less closely.

**Shareholder Activity Risk:** Frequent purchases or redemptions by one or multiple investors may harm other shareholders by interfering with the efficient management of the portfolio, increasing brokerage and administrative costs and potentially diluting the value of shares. Additionally, shareholder purchase and redemption activity may have an impact on the per-share net income and realized capital gains distribution amounts, if any, potentially increasing or reducing the tax burden on the shareholders who receive those distributions.

**Short Sale Risk:** Selling securities short may be subject to the risk that an advisor does not correctly predict the movement of the security, resulting in a loss if a security must be purchased on the market above its initial borrowing

price to return to the lender, in addition to interest paid to the lender for borrowing the security.

**Small Cap Risk:** Concentrating assets in small-capitalization stocks may subject the portfolio to the risk that those stocks underperform other capitalizations or the market as a whole. Smaller, less-seasoned companies may be subject to increased liquidity risk compared with mid- and large-cap companies and may experience greater price volatility than do those securities because of limited product lines, management experience, market share, or financial resources, among other factors.

**Socially Conscious Risk:** Adhering to social, moral, or environmental criteria may preclude potentially profitable opportunities in sectors or firms that would otherwise be consistent with the investment objective and strategy.

**Sovereign Debt Risk:** Investments in debt securities issued or guaranteed by governments or governmental entities are subject to the risk that an entity may delay or refuse to pay interest or principal on its sovereign debt because of cash flow problems, insufficient foreign reserves, or political or other considerations. In this event, there may be no legal process for collecting sovereign debts that a governmental entity has not repaid.

**Structured Products Risk:** Investments in structured products may be more volatile, less liquid, and more difficult to price than other assets. These securities bear the risk of the underlying investment as well as counterparty risk. Securitized structured products including CMOs, CDOs, and other securitized products may increase volatility and be subject to increased liquidity and pricing risks compared with investing directly in the assets securitized within the product. Assets invested in structured products may be subject to full loss of value if the counterparty defaults on its obligation.

**Suitability Risk:** Investors are expected to select investments whose investment strategies are consistent with their financial goals and risk tolerance.

**Swaps Risk:** Investments in swaps, such as interest-rate swaps, currency swaps and total return swaps, may increase volatility and be subject to increased liquidity, credit, and counterparty risks. Depending on their structure, swaps may increase or decrease the portfolio's exposure to long- or short-term interest rates, foreign currency values, corporate borrowing rates, security prices, index values, inflation rates, credit, or other factors.

**Target Date Risk:** Target-date funds, also known as lifecycle funds, shift their asset allocation to become increasingly conservative as the target retirement year approaches. Still, investment in target-date funds may lose value near, at, or after the target retirement date, and there is no guarantee they will provide adequate income at retirement.

**Tax Management Risk:** A tax-sensitive investment strategy that uses hedging or other techniques may fail to limit distributions of taxable income and net realized gains and

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therefore create some tax liability for shareholders.

**Tax Risk:** Investors may be liable to pay state and federal taxes on income and capital gains distributions paid out by the investment.

**Tax-Exempt Securities Risk:** Tax-exempt securities could be reclassified as taxable by the IRS or a state tax authority, or their income could be reclassified as taxable by a future legislative, administrative, or court action. This may result in increased tax liability as interest from a security becomes taxable, and such reclassifications could be applied retroactively.

**Technology Sector Risk:** Concentrating assets in the technology sector may disproportionately subject the portfolio to the risks of that industry, including loss of value because of intense competitive pressures, short product cycles, dependence on intellectual property rights, legislative or regulatory changes, and other factors.

**Temporary Defensive Measures Risk:** Temporary defensive positions may be used during adverse economic, market, or other conditions. In this event, up to 100% of assets may be allocated to securities, including cash and cash equivalents that are normally not consistent with the investment objective.

**U.S. Federal Tax Treatment Risk:** Changes in the tax treatment of dividends, derivatives, foreign transactions, and other securities may have an impact on performance and potentially increase shareholder liability. Additionally, this includes the risk that the fund fails to qualify as a regulated investment company, potentially resulting in a significantly higher level of taxation.

**U.S. Government Obligations Risk:** Investments in U.S. government obligations are subject to varying levels of government support. In the event of default, some U.S. government securities, including U.S. Treasury obligations and Ginnie Mae securities, are issued and guaranteed as to principal and interest by the full faith and credit of the U.S. government. Other securities are obligations of U.S. government-sponsored entities but are neither issued nor guaranteed by the U.S. government.

**U.S. State or Territory-Specific Risk:** Investments in the municipal securities of a particular state or territory may be subject to the risk that changes in the economic conditions of that state or territory will negatively impact performance.

**Underlying Fund/ Fund of Funds Risk:** A portfolio's risks are closely associated with the risks of the securities and other investments held by the underlying or subsidiary funds, and the ability of the portfolio to meet its investment objective likewise depends on the ability of the underlying funds to meet their objectives. Investment in other funds may subject the portfolio to higher costs than owning the underlying securities directly because of their management fees.

**Unrated Securities Risk:** Investments in unrated securities may be subject to increased interest, credit, and liquidity risks if the advisor does not accurately assess the quality of those securities.

**Valuation Time Risk:** Net asset value is not calculated on days and times when the U.S. exchange is closed, though foreign security holdings may still be traded. In this event, the net asset value may be significantly impacted when shareholders are not able to buy or sell shares. Conversely, performance may vary from the index if the NAV is calculated on days and times when foreign exchanges are closed.

**Value Investing Risk:** Value securities may be subject to the risk that these securities cannot overcome the adverse factors the advisor believes are responsible for their low price or that the market may not recognize their fundamental value as the advisor predicted. Value securities are not expected to experience significant earnings growth and may underperform growth stocks in certain markets.

**Variable-Rate Securities Risk:** Investments in variable-rate securities, which periodically adjust the interest-rate paid on the securities, may be subject to greater liquidity risk than are other fixed-income securities. Because variable-rate securities are subject to less interest-rate risk than other fixed-income securities, their opportunity to provide capital appreciation is comparatively reduced.

**Warrants Risk:** Investments in warrants may be subject to the risk that the price of the underlying stock does not rise above the exercise price. In this event, the warrant may expire without being exercised and lose all value.

**Zero-Coupon Bond Risk:** Investments in zero-coupon bonds, which do not pay interest prior to maturity, may be subject to greater price volatility and liquidity risks than are fixed-income securities that pay interest periodically. Still, interest accrued on these securities prior to maturity is reported as income and distributed to shareholders.

## Portfolio Analysis

**Composition:** A portfolio's composition will tell you something about its risk level. Funds that hold a large percentage of assets in cash usually carry less risk because not all of their holdings are exposed to the market. We use a pie chart to help you see how much of your investment consists of stocks, bonds, or cash. We also show how much of your investment is held in foreign stocks.

**Top 5 or 10 Holdings:** The top holdings are the stocks or bonds with the most influence on a portfolio's returns. Conservative portfolios typically devote no more than 3% to 4% of their assets to any one stock or bond. More daring portfolios may devote 7% or more to one stock. Add up the weighting of the top five holdings for another measure of risk. A conservative option generally bets 15% or less on the top 5 holdings, while a portfolio with more than 25% in the top five may be considered aggressive.

## Morningstar Style Box™

The Morningstar Style Box reveals an investment choice's investment strategy as of the date noted on this report.

For equity funds the vertical axis shows the market capitalization of the long stocks owned and the horizontal axis shows investment style (value, blend, or growth).

For fixed-income funds, the vertical axis shows the credit quality of the long bonds owned and the horizontal axis shows interest rate sensitivity as measured by a bond's effective duration.

Morningstar seeks credit rating information from fund companies on a periodic basis (e.g., quarterly). In compiling credit rating information Morningstar accepts credit ratings reported by fund companies that have been issued by all Nationally Recognized Statistical Rating Organizations (NRSROs). For a list of all NRSROs, please visit <http://www.sec.gov/divisions/marketreg/ratingagency.htm>. Additionally, Morningstar accepts foreign credit ratings from widely recognized or registered rating agencies. If two rating organizations/agencies have rated a security, fund companies are to report the lower rating; if three or more organizations/agencies have rated a security, fund companies are to report the median rating, and in cases where there are more than two organization/agency ratings and a median rating does not exist, fund companies are to use the lower of the two middle ratings. PLEASE NOTE: Morningstar, Inc. is not itself an NRSRO nor does it issue a credit rating on the fund. An NRSRO or rating agency ratings can change from time-to-time.

For credit quality, Morningstar combines the credit rating information provided by the fund companies with an average default rate calculation to come up with a weighted-average credit quality. The weighted-average credit quality is currently a letter that roughly corresponds to the scale used by a leading NRSRO. Bond funds are assigned a style box placement of "low", "medium", or "high" based on their average credit quality. Funds with a low credit quality are those whose weighted-average credit quality is determined to be less than "BBB-"; medium are those less than "AA-", but greater or equal to "BBB-"; and high are those with a weighted-average credit quality of "AA-" or higher. When classifying a bond portfolio, Morningstar first maps the NRSRO credit ratings of the underlying holdings to their respective default rates (as determined by Morningstar's analysis of actual historical default rates). Morningstar then averages these default rates to determine the average default rate for the entire bond fund. Finally, Morningstar maps this average default rate to its corresponding credit rating along a convex curve.

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average

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effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

For municipal bond funds, Morningstar also obtains from fund companies the average effective duration. In these cases static breakpoints are utilized. These breakpoints are as follows: (i) Limited: 4.5 years or less; (ii) Moderate: more than 4.5 years but less than 7 years; and (iii) Extensive: more than 7 years. In addition, for non-US taxable and non-US domiciled fixed income funds static duration breakpoints are used: (i) Limited: less than or equal to 3.5 years; (ii) Moderate: greater than 3.5 and less than equal to 6 years; (iii) Extensive: greater than 6 years.

See also *Credit Analysis*

**Market capitalization:** The value of a company based on the current selling price of its stock and the number of shares it has issued. Market capitalization equals the number of shares issued multiplied by the share price. The Market Capitalization breakdown presents the overall market capitalization of the fund based on the individual stocks held within its portfolio. Individual stocks are classified as giant, large, mid, small or micro. Giant-cap stocks are defined as the group that accounts for the top 40% of the capitalization of the style zone; large-cap stocks represent the next 30%; mid-cap stocks represent the next 20%; and small-cap and micro stocks represent the balance. For the traditional Style Box, giant-cap stocks are included in the large-cap group. The market caps that correspond to these breakpoints are flexible and may shift from month to month as the market changes.

**Giant-cap:** For domestic companies, the biggest companies (in terms of market capitalization) in the investment universe. For international companies, a firm with a market capitalization exceeding \$100 billion.

**Large cap:** For domestic companies, a firm of the 250 largest ones. For international companies, a firm in excess of \$5 billion assets. A large-cap fund has a median market capitalization of greater than that of the 250th largest stock.

**Mid-cap (also Medium cap):** For domestic companies, a firm with the market capitalization of between 250th largest and 1,000th largest stock. For international companies, a firm with market capitalization of \$1 billion to \$5 billion. A mid-cap fund has a portfolio with a median market capitalization of between 250th largest and 1,000th largest stock.

**Small-cap:** For domestic companies, a firm with a market capitalization of less than that of the 1,000th largest stock. For international companies, a firm with less than \$1 billion. A small-cap fund has a median market capitalization of less than that of 1,000th largest stock.

**Micro-cap:** For domestic companies, a firm with a market capitalization of approximately between \$50 million and \$300 million.

**Average Effective Duration:** A measure of a portfolio's interest-rate sensitivity—the longer a fund's duration, the more sensitive the portfolio is to shifts in interest rates. Duration is determined by a formula that includes coupon rates and bond maturities. Small coupons tend to increase duration, while shorter maturities and higher coupons shorten duration. The relationship between portfolios with different durations is straightforward: A portfolio with a duration of 10 years is twice as volatile as a portfolio with a five-year duration. Morningstar prints an average effective duration statistic that incorporates call, put, and prepayment possibilities.

**Average Effective Maturity:** Average effective maturity is a weighted average of all the maturities of the bonds in a portfolio, computed by weighting each bond's effective maturity by the market value of the security. Average effective maturity takes into consideration all mortgage prepayments, puts, and adjustable coupons. Because Morningstar uses fund company calculations for this figure and because different companies use varying interest-rate assumptions in determining call likelihood and timing, we ask that companies not adjust for call provisions. Longer-maturity funds are generally considered more interest-rate sensitive than their shorter counterparts.

**Morningstar Equity Sectors:** Morningstar determines how much of each investment is held in each of the 11 major industrial sectors, which are listed on your Investment Profile page in order from least risky (utilities) to most risky (technology). For domestic-stock funds, sector weightings provide another avenue into understanding the relative riskiness of different investment strategies. If a fund's sector allocation is similar to the overall market—as measured by the S&P 500 index—then the fund manager is likely following a conservative style. If management heavily overweights individual sectors by owning two or three times as much as the S&P 500 holds, then the fund's strategy typically takes on more risk.

**Morningstar Super Sectors:** For International investments, Morningstar presents how much of each investment is held in each of the 3 Super Sectors: Cyclical, Sensitive, Defensive. For domestic-stock funds, sector weightings provide another avenue into understanding the relative riskiness of different investment strategies. If a fund's sector allocation is similar to the overall market—as measured by the S&P 500 index—then the fund manager is likely following a conservative style. If management heavily overweights individual sectors by owning two or three times as much as the S&P 500 holds, then the fund's strategy typically takes on more risk.

**Morningstar Fixed Income Sectors:** For fixed-income funds, we display the percentage of the fund's fixed-income assets invested in each of the six fixed-income sectors: Government, Corporate, Securitized, Municipal, Cash and Other. Other consists of Interest Rate Swaps, Treasury Futures and Derivatives.

**Credit analysis:** For corporate-bond and municipal bond funds, the credit analysis depicts the quality of the U.S. and non-U.S. bonds in the fund's portfolio. Credit quality can

influence the returns of portfolios that invest heavily in bonds. The Credit Analysis graph shows the percentage of fund assets that are invested in each of the major credit ratings, as determined by Standard & Poor's or Moody's. At the top of the ratings are AAA bonds. Bonds within a BBB rating are the lowest bonds that are still considered to be of investment grade. Bonds that are rated at or lower than BB (often called junk bonds or high-yield bonds) are considered to be quite speculative and are more risky than higher-rated credits. Any bonds that appear in the NR/NA category are either not rated by Standard & Poor's or Moody's or did not have a rating available.

**Morningstar World Regions:** The percentage of assets a fund has invested in the various regions of the world. Regional exposure is a major determinant of the return of world and foreign funds. Consequently, you will want to know which regions your investment is most exposed to. The Morningstar Investment Profile shows the percentage of assets invested in each of ten world regions.

**Allocation of Stocks and Bonds:** This graphic is presented for Target Date investments and depicts how the allocation to stocks and bonds changes over time as you near retirement.

## Operations:

The amounts shown are estimated operating expenses as a ratio of expenses to average daily net assets. These estimates are based on the Portfolio's actual operating expenses for its most recently completed fiscal year, adjusted for contractual charges, if any, and fee waivers to which the investment advisor has agreed.

Fees and expenses may be subject to change based on several factors, including but not limited to fund size or fee waiver arrangements. Please refer to the fund's prospectus for more information.

Funds or their affiliates may pay compensation to Voya companies offering a fund. Such compensation may be paid out of distribution, service and/or 12b-1 fees that are deducted from the fund's assets, and/or may be paid directly by the fund's affiliates. Any fees deducted from fund assets are discussed in the fund's prospectus and disclosed in the fund fact sheet. Because these fees are paid on an on-going basis, over time these fees will increase the cost of your investment and may cost you more than paying other types of sales charges.

If offered through a retirement program, additional fees and expenses may be charged under that program.

**Gross Prospectus Expense Ratio:** The total gross expenses (net expenses with waivers added back in) divided by the fund's average net assets.

**Net Prospectus Expense Ratio:** The amount of money taken out of your account each year to pay for the operation and management of an investment portfolio, expressed as a percentage.

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**Management Fee:** The amount of money taken out of your account each year to pay for the operation and management of an investment portfolio, expressed as a percentage.

**12b-1 Fee:** Maximum annual charge deducted from fund assets to pay for distribution and marketing costs. Although usually set on a percentage basis, this amount will occasionally be a flat figure.

**Other Fee:** Fund expenses classified as other can vary greatly among fund companies and generally include atypical expenses that do not otherwise fall into management or 12b-1 fees. Please see the prospectus for more details.

**Miscellaneous Fee:** The total of fee expense types not identified in a fund prospectus as Management Fee, 12b-1 Fee or Other Fee.

**Inception Date:** The date on which the fund began its operations. Funds with long track records offer more history by which investors can assess overall fund performance. However, another important factor to consider is the fund manager and his or her tenure with the fund. Often times a change in fund performance can indicate a change in management.

**Total Fund Assets (\$mil):** The net assets of all share classes of the underlying fund, recorded in millions of dollars. Net-asset figures are useful in gauging an underlying fund's size, agility, and popularity. They help determine whether a small-company fund, for example, can remain in its investment-objective category if its asset base reaches an ungainly size.

**Annual Turnover ratio:** A proxy for how frequently a manager trades his or her portfolio.

**Fund Family Name:** The fund's distributor.

**Waiver Data:** This indicates that the fund is waiving sales fees at the time of publication. Call the fund's distributor to ensure that the waiver is still active at the time of investment.

**Waiver Type:** Waivers can be either contractual or voluntary. Contractual waivers are in place until a stated date. Voluntary waivers can be stopped at any time. Call the fund's distributor to ensure that the voluntary waiver is still active at the time of investment exp date: the expiration date associated with contractual waivers.

**Portfolio Manager(s):** The name of the person or persons who determine which stocks or bonds belong in a portfolio.

**Advisor:** The company that takes primary responsibility for managing the fund.

**Subadvisor:** In some cases, the advisor employs another company, called the subadvisor, to handle the fund's day-to-day management. In these instances, the portfolio manager generally works for the fund's subadvisor, and not the advisor.

## Glossary:

**American Depository Receipts (ADRs):** ADRs are securities that represent shares in a foreign company. They are traded on major U.S. stock exchanges and over the counter.

**Asset base:** The amount of money that a fund has under management. Frequently called assets or net assets.

**Benchmark:** An index or other standard against which an investment's performance is measured. A stock fund's returns are often compared with those of the S&P 500 index.

**Bull market:** A period in which security prices in a given market are generally rising.

**Capital appreciation:** An increase in the share price of a security. This is one of the two primary sources of an investor's total return. The other primary source is income.

**Concentrated portfolio:** A portfolio that is limited to relatively few securities or industries although its manager can invest in a diversified universe.

**Current-coupon bond:** A bond that is trading at its face value or par because it is paying a market-level rate of interest.

**Debt:** Another term for a bond or fixed-income security.

**Derivative:** A security that has been crafted from an existing asset or security. Derivatives' value (and investors' returns) derive from the value of the underlying asset or security. Examples of equity derivatives include futures contracts and options. Collateralized mortgage obligations (CMOs) and mortgage-backed securities are examples of fixed-income derivatives.

**Diversification:** Diversification is essentially the opposite of "keeping all your eggs in one basket". If you own just one investment, you'll have a limited amount of diversification. By owning several investments, particularly mutual funds that follow different investment strategies and hold different types of assets, you may lower your portfolio's overall risk. Diversification does not guarantee a profit or protect against loss in a declining market.

**Dividend:** A distribution of a portion of a company's earnings to its stockholders. Older, larger, and more-established companies are more likely to pay dividends. Young, growing companies often need to reinvest all of their profits into their businesses, and thus are less likely to pay out dividends to investors.

**Equity:** Another term for stock, which is issued by a corporation and trades on an exchange.

**Fixed-income security:** Another term for a bond or debt security.

**Growth:** There are two common uses of the word growth in the investment industry. In the first sense, growth refers to an increase in a firm's profits or sales. In the second sense, growth refers to a style of investing in which managers seek firms with rapidly increasing profits or sales, often paying little attention to the prices they pay for such stocks.

**High-yield bond:** Also referred to as a junk bond, this is a fixed-income security that has a credit rating of less than BBB, as measured by Standard & Poor's, or BAA as measured by Moody's. These bonds are much more sensitive to the economic cycle than are high-quality securities, but they offer the potential for higher coupons (interest payments), or yield, in return to investors who take on the added risk.

**Income:** Payment to an investor of a dividend from a stock or of interest on a bond. Income is one of the two sources of total return, the other being capital appreciation.

**Index:** As a noun, index refers to a benchmark, such as the S&P 500, that is used to measure a fund's performance. As a verb, it refers to the practice of buying and holding the securities that compose an index, or securities that are representative of an index.

**Investment-grade bonds:** A bond that carries a Standard & Poor's rating of BBB or a Moody's rating of BAA or better.

**Money-market fund:** A fund that invests exclusively in short-term securities, such as Treasury bills, certificates of deposit, and commercial paper. The maximum average maturity of these securities is generally 120 days.

**Net Asset Value (NAV):** An investment's expense ratio is the percentage of assets deducted each fiscal year for fund operational costs, including management fees, administrative fees, operating costs, and all other asset-based costs incurred by the fund.

**Premium bond:** A bond that sells for a price greater than its face value, usually because the bond pays a rate of interest greater than the market's. A bond that has a face value of \$1,000 and sells for \$1,025 has a 2.5% premium.

**Principal:** The face value of a bond that its owner receives at maturity. The term also refers to the amount invested in a fund or security, independent of any earnings or losses on the investment.

**Real Estate Investment Trust (REITs):** A company that invests in multiple real-estate properties. REITs trade on major stock exchanges, and are held by many mutual funds.

**Security:** This term can refer to any financial asset, including stocks, bonds, and derivative issues.

**Standard & Poor's 500 Index (S&P 500):** A collection of 500 large, widely held stocks used as a measure of stock-market performance. The 500 stocks in the index include 400 industrial companies, 20 transportation firms, 40 financial companies, and 40 public utilities.

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## Disclosure and Glossary

**Total return:** The combined profits of a fund, including undistributed capital gains, capital appreciation, capital gains, and ordinary income.

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# Voya Financial® “Excessive Trading” Policy

The Voya Financial® family of companies (Voya®), as providers of multi-fund variable insurance and retirement products, has adopted this Excessive Trading Policy to respond to the demands of the various fund families which make their funds available through our variable insurance and retirement products to restrict excessive fund trading activity and to ensure compliance with Section 22c-2 of the Investment Company Act of 1940, as amended. Voya’s current definition of Excessive Trading and our policy with respect to such trading activity is as follows:

1. Voya actively monitors fund transfer and reallocation activity within its variable insurance and retirement products to identify Excessive Trading.

**Voya currently defines Excessive Trading as:**

- a. More than one purchase and sale of the same fund (including money market funds) within a 60 calendar day period (hereinafter, a purchase and sale of the same fund is referred to as a “round-trip”). This means two or more round-trips involving the same fund within a 60 calendar day period would meet Voya’s definition of Excessive Trading; or
- b. Six round-trips within a 12 month period.

**The following transactions are excluded when determining whether trading activity is excessive:**

- a. Purchases or sales of shares related to non-fund transfers (for example, new purchase payments, withdrawals and loans);
- b. Transfers associated with scheduled dollar cost averaging, scheduled rebalancing or scheduled asset allocation programs;
- c. Purchases and sales of fund shares in the amount of \$5,000 or less;
- d. Purchases and sales of funds that affirmatively permit short-term trading in their fund shares, and movement between such funds and a money market fund; and
- e. Transactions initiated by a member of the Voya family of insurance companies.

2. If Voya determines that an individual has made a purchase of a fund within 60 days of a prior round-trip involving the same fund, Voya will send them a letter warning that another sale of that same fund within 60 days of the beginning of the prior round-trip will be deemed to be Excessive Trading and result in a six month suspension of their ability to initiate fund transfers or reallocations through the Internet, facsimile, Voice Response Unit (VRU), telephone calls to Customer Service, or other electronic trading medium that Voya may make available from time to time (“Electronic Trading Privileges”). Likewise, if Voya determines that an individual has made five round-trips within a 12 month period, Voya will send them a letter warning that another purchase and sale of that same fund within 12 months of the initial purchase in the first round-trip in the prior twelve month period will be deemed to be Excessive Trading and result in a six month suspension of their Electronic Trading Privileges. According to the needs of the various business units, a copy of the warning letters may also be sent, as applicable, to the person(s) or entity authorized to initiate fund transfers or reallocations, the agent/registered representative or investment adviser for that individual. A copy of the warning letters and details of the individual’s trading activity may also be sent to the fund whose shares were involved in the trading activity.

3. If Voya determines that an individual has used one or more of its products to engage in Excessive Trading, Voya will send a second letter to the individual. This letter will state that the individual's Electronic Trading Privileges have been suspended for a period of six months. Consequently, all fund transfers or reallocations, not just those which involve the fund whose shares were involved in the Excessive Trading activity, will then have to be initiated by providing written instructions to Voya via regular U.S. mail. During the six month suspension period, electronic "inquiry only" privileges will be permitted where and when possible. A copy of the letter restricting future transfer and reallocation activity to regular U.S. mail and details of the individual's trading activity may also be sent to the fund whose shares were involved in the Excessive Trading activity.
4. Following the six month suspension period during which no additional Excessive Trading is identified, Electronic Trading Privileges may again be restored. Voya will continue to monitor the fund transfer and reallocation activity, and any future Excessive Trading will result in an indefinite suspension of the Electronic Trading Privileges. Excessive Trading activity during the six month suspension period will also result in an indefinite suspension of the Electronic Trading Privileges.
5. Voya reserves the right to limit fund trading or reallocation privileges with respect to any individual, with or without prior notice, if Voya determines that the individual's trading activity is disruptive, regardless of whether the individual's trading activity falls within the definition of Excessive Trading set forth above. Also, Voya's failure to send or an individual's failure to receive any warning letter or other notice contemplated under this Policy will not prevent Voya from suspending that individual's Electronic Trading Privileges or taking any other action provided for in this Policy.
6. Each fund available through Voya's variable insurance and retirement products, either by prospectus or stated policy, has adopted or may adopt its own excessive/frequent trading policy. Voya reserves the right, without prior notice, to implement restrictions and/or block future purchases of a fund by an individual who the fund has identified as violating its excessive/frequent trading policy. All such restrictions and/or blocking of future fund purchases will be done in accordance with the directions Voya receives from the fund.



This Excessive Trading Policy applies to products and services offered through the Voya family of companies.

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**VOYA**  
FINANCIAL

**INVESTMENT ADVISORY AGREEMENT**  
**PLEASE READ THE FOLLOWING CAREFULLY**

**It contains important information about Morningstar® Retirement Manager<sup>SM</sup>**

Morningstar Investment Management LLC (“Morningstar,” “we,” “us,” or “our”), is a registered investment adviser registered with the United States Securities and Exchange Commission (the “SEC”) pursuant to the Investment Advisers Act of 1940, as amended (the “Advisers Act”).

Please carefully review this Investment Advisory Agreement (the “Agreement”). By clicking “I ACCEPT” displayed below, by stating your acceptance to a call center representative (“Representative”), or by signing a paper enrollment form, you (i) acknowledge having received, read and understood the Agreement and agree to be bound by it; and (ii) represent to us that you are a citizen and/or legal resident of the United States or any of its territories.

If viewing this document online, click here to view our [Form ADV Part 2 Firm Brochure](#) (the “Firm Brochure”). A paper copy of our Firm Brochure is available by mail. To obtain one, please send your request with your name and address either by email to [compliance@mail@morningstar.com](mailto:compliance@mail@morningstar.com) or by regular mail to the address listed below.

By clicking “I ACCEPT” displayed below, or by stating your acceptance to a Representative, or by signing a paper enrollment form, you acknowledge that you have either agreed to the electronic delivery of our Firm Brochure and have reviewed it, or that you have received a paper copy of our Firm Brochure and have reviewed it. You also agree that all communications from us may be sent to you by email or by other electronic format such as posting on our web site. You understand that your consent to such electronic delivery is effective immediately upon your acceptance of this Agreement and will remain in effect unless and until either you or we withdraw it. You may withdraw your consent to electronic delivery or request a paper copy of this Agreement and/or the Firm Brochure by contacting a Representative at the telephone number listed in the “Contact Us” link on our web site. You may also contact us by writing Morningstar Investment Management LLC, 22 W. Washington Street, Chicago, IL 60602, Attn: Compliance Dept.

You have the right to terminate this Agreement without penalty at any time after entering into this Agreement. Federal law prohibits us from assigning this Agreement (within the meaning of the Investment Advisers Act of 1940) to another investment adviser without your consent. Where applicable, federal law governs the terms of this Agreement and the provision of our Services.

We agree to provide you with investment advisory services (the “Services”) that your plan sponsor (the “Plan Sponsor”), recordkeeper or service provider has decided to offer and that you have decided to accept. You understand that your Plan Sponsor or service provider is responsible for selecting the universe of investment options that are to be used in your employer-sponsored retirement plan or other retirement account (“Account”), and that your Plan Sponsor or service provider may change these options over time and that these investment options may include those that are affiliated with your service provider. **You also understand that you may not have access to all of the Services as described herein.** The Services are offered through the Morningstar Retirement Manager platform and may include “Managed by Morningstar” managed account service (“Managed Account Service”), or “Managed by You” advice program (“Advice Service”). If you select the Managed Account Service, we will actively manage your Account, as described below. If you select the Advice Service, you are solely responsible for your investment decisions, including whether to accept, reject, or modify our investment recommendations or suggestions, and you are also responsible for implementing our recommendations. The Managed Account Service and Advice Service are described below in greater detail.

We will provide the Services to you at all times in good faith, and will use reasonable care, consistent with industry practices of similarly situated advisers, in providing the Services. However, we do not guarantee that the Services will be delivered to you without interruption, timely, error-free, or secure. Errors may occur in software-based Services as a result of programming errors, database errors, or other causes. We will provide the Services with that degree of prudence, diligence, care, and skill which a prudent person rendering similar services as an investment adviser would exercise under similar circumstances. The provisions of this Agreement shall not be interpreted to imply any other obligation on our part to observe any other standard of care. In the event an error occurs in our software-based Services, we reserve the right to correct such error in a manner that we deem prudent, subject to any applicable federal and state securities laws.

The Services offered by us are for your personal use only, and are not to be used for any commercial or business purposes. You agree that we may assume that all information provided to us by you, your Plan Sponsor, recordkeeper, or service provider in connection with our Services is true and accurate.

The Services offered by us are to be used by you **only** in making decisions about the allocation of assets in your Account. The Services are not designed to provide investment advice for an account that will be used by you for non-retirement purposes. The Services estimate your federal, state income, and capital gains taxes based on marginal tax rate calculations (the marginal tax rate is the rate you pay on the taxable income that falls into the highest bracket you reach). These calculations are used when the Services conduct the income simulations. Tax data is updated annually based on United States Internal Revenue Code (IRC) and similar state tax data. The Services use income data for you, as well as your spouse/partner (if provided), to estimate federal and state tax exposure. Your tax exposure is appropriately reduced for pre-tax deferrals, tax-deferred capital gains, and yield and distribution of Roth proceeds. Based on the information we know about you, the Services provide an estimate of your tax exposure, but may not include all tax considerations. Please consult a tax adviser for a complete understanding of your tax situation.

We cannot and do not make any guarantee about the future performance or profitability of your Account, nor do we promise that our investment allocation recommendations will be profitable. The investments that we may recommend may be subject to a variety of risks, including market, currency, and political risks. Please note that past performance of a mutual fund, stock, or other investment vehicle does not guarantee its future performance.

You agree to use the Services in accordance with this Agreement. You are responsible for reviewing your Account periodically to monitor changes in your Account, including changes in the value of the investments in your Account. You also consent to the transmission of your personal information between us and your service provider or recordkeeper, and you acknowledge that you have received our privacy policy.

The projections, recommendations and suggestions offered under the Services are based on information you provide about your current financial situation, personal status, as well as general market and financial conditions existing on the date you use the Services. You agree to provide complete and accurate information to the extent that the Services ask for such information. You also agree to update that information when your personal or financial circumstances change. While the Services take into consideration all assets that you choose to input to determine our investment recommendations, the Services are not designed to provide recommendations on how to structure your overall retirement holdings (i.e., your assets both inside and outside of your Account). You should consider your other assets, income, and investments in addition to your Account. The Services only provide recommendations or suggestions on how to structure the holdings within your Account, and those recommendations or suggestions are limited by the investment choices available within your Account. You should consider consulting a professional financial adviser to discuss how other investment options outside of your Account might be combined with the Services to best meet your overall retirement goals.

#### **Managed Account Service**

The Managed Account Service is a discretionary asset management program designed for participants of a defined contribution or deferred compensation retirement plan, or owners of other types of retirement accounts, that are seeking a financial professional to manage the assets within their Account. If you elect to take part in the Managed Account Service by accepting this Agreement, we will act as your investment adviser, and you grant us authority as attorney-in-fact to act on your behalf and give us full decision-making authority over the investments in your Account without having to consult you in advance. We will have no responsibility or authority over (i) those assets that are subject to Plan Sponsor restrictions, (ii) those assets held in a self-directed brokerage window (if available under your plan), (iii) restricted employer company stock held in your Account, and (iv) any assets held outside of your Account. If you participate in the Managed Account Service, we acknowledge that we are an "investment manager" (as that term is defined in ERISA Section 3(38)) for your Account and a fiduciary of the Plan to the extent we have decision-making authority over the investments in your Account. You also understand that we **will not** vote proxies for the investment options in which you will be invested.

In the Managed Account Service, we will typically review your Account on a quarterly basis and rebalance if necessary. However, please note that your plan recordkeeper or service provider may not be able to process rebalancing transactions if any investment option in your Account has any restriction (e.g., equity wash restriction) at the time the rebalancing transaction instruction is received by the plan recordkeeper or service provider. In addition, rebalancing transaction instructions may be rejected if any data validation error exists on your Account. In these instances, your Account may not be rebalanced until the next quarterly review period when all restrictions have been lifted and/or data validation errors have been corrected.

You agree to pay us a fee for the services provided under the Managed Account Service (the "Managed Account Fee"). The Managed Account Fee is based on three factors: the overall level of assets in the plan in which you participate, your Account value within the plan and a fee paid to a broker/dealer or investment advisory firm for recommending the Managed Accounts service to your plan, if applicable. Fees are calculated based on your total current plan balance minus any amount in company stock, a brokerage window, or any outstanding loan balance. Fees are assessed according to the following schedule:

- If the plan in which you participate does not automatically enroll its participants into Managed Accounts, the annual fee is:
  - 0.30% , if the overall level of assets in the plan in which you participate is under \$3 million;
  - 0.28% , if the overall level of assets in the plan in which you participate is between \$3 million and \$10 million;
  - 0.25% , if the overall level of assets in the plan in which you participate is above \$10 million.

The Managed Accounts Fee is reviewed annually and is subject to change based on the overall level of assets in the plan in which you participate according to the above schedules. Your plan's recordkeeper may also charge you or your plan sponsor an asset-based fee for administrative and other recordkeeping services associated with Managed Accounts. The recordkeeper's maximum fee scale is the same as above. You may find the specific fees applicable to your plan by establishing and logging into your account at [www.voyaretirement.com](http://www.voyaretirement.com) or by reviewing your enrollment materials. You authorize your service provider or recordkeeper to deduct the Managed Account Fee from your Account at the end of each calendar quarter in arrears and remit the Managed Account Fee to Morningstar.

The Managed Account Fee does not include any redemption fees, charges or expenses imposed by any investment options (e.g., mutual funds) held within your Account. These investment options may be subject to separate investment advisory, administration, transfer agency, distribution, shareholder service and other expenses that are paid by you, indirectly, as a shareholder/unit holder. You may invest in the investment options without participating in the Managed Account Service (and paying us the Managed Account Fee), however, if you do so, you will not receive the discretionary asset management contemplated by this Agreement. The Managed Account Fee paid may not be the same as that charged to other clients of comparable size or with similar investment objectives. The payment arrangements depend on the agreements between your Plan Sponsor, your recordkeeper or service provider, and Morningstar. Your recordkeeper or service provider may also charge you or your Plan Sponsor a fee to cover the administrative and other recordkeeping costs associated with the Managed Account Service.

#### **Advice Service**

The Advice Service is offered to you for your use in making decisions about the allocation of assets in your Account. You are responsible for making your own investment allocation decisions, and you are free to accept or reject, in whole or in part, the investment allocation recommendations made by the Advice Service. The Advice Service does not make any investment decisions for you. We cannot monitor, review or update our recommendations or projections on an on-going basis, nor do we have the capability to monitor or review investment decisions you make based on our recommendations. Because the Advice Service depends on the completeness, accuracy and timeliness of the information you provide, you are solely responsible for reviewing and updating your individual financial information. You are responsible for tracking your Account and the market to be aware of any changes in the

value of your Account. The payment arrangements for the Advice Service depend on the agreements between your Plan Sponsor, your recordkeeper or service provider, and Morningstar.

#### **Company Stock**

If your Account includes securities issued by your employer that are freely marketable without restrictions imposed by your employer ("Non-restricted Company Stock"), our recommendation will be to sell 25% of the Non-Restricted Company Stock each time your Account is reviewed by us. If you are enrolled in the Managed Account Service, we will send a transaction to sell 25% of your Non-Restricted Company Stock upon you completing a Web session or upon the quarterly review of your Account. We will sell 100% immediately if instructed to do so by you or if the Non-restricted Company Stock balance reaches \$3,000 or 3% of your Account balance. These sales of Non-restricted Company Stock will also include any new Non-restricted Company Stock that is allocated automatically to your Account. In addition, we will recommend that you sell any future contributions of Non-restricted Company Stock. Morningstar shall have no responsibility with respect to any securities issued by your employer that are not freely marketable or subject to any restrictions.

Important Considerations document for the IncomeFlex program before using our Services.

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Below are some important questions and answers regarding the investment options available in your plan:

#### **Who selected the investment options available in my plan?**

Your Plan Sponsor or service provider is responsible for determining what investment options are made available to you in your plan. The selection was done either by your Plan Sponsor or service provider alone or with the assistance of a consultant.

In most cases, we have no involvement in the selection of the investment options available to you. However, there may be instances in which a Plan Sponsor or service provider uses us to assist it in the selection of the investment options available to you. This assistance is done separately and is not part of the Services.

#### **What are the past performances and historical rates of return of the investment options available in my plan?**

For information about the past performance and other pertinent information regarding the investment options available in your plan, please click on the Investment Research link within the Morningstar Retirement Manager website.

#### **Does Morningstar or its affiliates have any material affiliation or contractual relationship with the investment options available in my plan?**

In most cases, we do not have a contractual relationship with any of the investment options available in your plan. However, in some cases we or our affiliates provide advisory services to funds that may be available as an investment option in your plan. To mitigate the conflict of interest from this relationship, we will not include recommendations into these investment options through our Services.

Additionally, we may have a contractual relationship with and may receive compensation from your plan's service provider for making our Services available to your plan and to the individuals that use our Services. Additionally, one or more of the investment options available in your plan may be affiliated with your plan's service provider. To mitigate a conflict of interest from this relationship, we base our fund recommendations on an objective methodology, and our compensation does not vary based on the funds that we recommend.

In addition, our parent company, Morningstar, Inc., offers numerous products and services to the financial community. Therefore, there may be instances in which an investment options' investment adviser uses Morningstar, Inc. products and services. A conflict of interest resulting from this kind of situation is mitigated by the fact that recommendations provided by us are derived from a quantitative process which in no way is influenced by the products and services provided by Morningstar, Inc.

#### **Miscellaneous**

We reserve the right, in our complete and sole discretion, to alter, modify, add, update or remove portions of this Agreement at any time. Please review this Agreement periodically for changes to its terms. Using the Services after we post changes constitutes your acceptance of any changed terms. We expressly reserve the right to monitor any and all use of the Services.

All trademarks, service marks, trade names and other intellectual property displayed in connection with the Services are the property of Morningstar. You acknowledge that United States copyright law and other laws governing intellectual property protect the Services and the information contained in the Services. You also agree and acknowledge that the Services contain proprietary data and information of Morningstar, and you agree that you will not use such data or information for any unlawful purpose, or any commercial or business purpose.

If there is a dispute between you and us about the Services that cannot be resolved, we each agree that the dispute will be resolved through binding arbitration to be conducted pursuant to the rules established by the American Arbitration Association. A panel of three arbitrators will be selected. Each party shall select one arbitrator, and the two arbitrators so selected shall then select the third. Each party shall bear their own expenses, including attorney's fees, and the parties shall share the cost of the arbitration equally. By agreeing to arbitration, you are giving up the right to have your claim heard in a court of law, however, either party may bring an action in court to compel arbitration under this Agreement and to enforce an arbitration award. The arbitrators' decision may not include factual findings or legal analysis. The rules of procedure for arbitration differ from the rules of court. Also, the right to appeal the decision of the arbitration panel is limited. **Arbitration shall be final and binding upon the parties.**

We may terminate this Agreement and your access to the Morningstar Retirement Manager web site and Services immediately if we determine that you have breached this Agreement. We may terminate this Agreement and your access to the Morningstar Retirement Manager web site and the Services immediately if we do not receive timely payment for the Services. We may also terminate this Agreement and your access to the Morningstar Retirement Manager web site and the Services if the agreement between us and your

service provider, recordkeeper or Plan Sponsor is terminated. You have the right to terminate this Agreement without penalty at any time.

Termination of this Agreement will not affect the provisions of this Agreement relating to arbitration of disputes, the validity of any action taken prior to termination, or liabilities for actions taken prior to termination.

Except as otherwise provided by law, we will not be responsible for (i) any loss or damages arising from any advice or recommendation made or any other action taken or omitted to be taken in good faith or (ii) any loss resulting from our use of inaccurate, outdated or incomplete information furnished by you or through your Plan Sponsor, service provider or recordkeeper. Federal and state securities laws and the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), to the extent applicable, impose liabilities in certain circumstances on persons who act in good faith, and nothing in this Agreement waives or limits any rights you may have under those laws. We will not be responsible for any loss caused directly or indirectly by government restrictions, exchange or market rulings, suspension of trading (including suspension of redemption rights in your investment option), war, natural disasters, or other conditions beyond our control, including extreme market volatility.

If any provision of these terms is deemed unlawful, void, or for any reason unenforceable, then that provision will be deemed severable from these terms and will not affect the validity and enforceability of the remaining provisions.

The laws of the State of Illinois will govern this Agreement and its enforcement, except to the extent federal law preempts Illinois law. Nothing herein will be construed in any manner inconsistent with the Advisers Act, ERISA (if applicable), or any rule or order of the SEC.

**FACTS** WHAT DOES MORNINGSTAR INVESTMENT MANAGEMENT LLC DO WITH YOUR PERSONAL INFORMATION?

<b>Why?</b>	<p>Financial companies can choose how they share your personal information. Federal law gives consumers the right to limit some, but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.</p> <p>As necessary, we seek certain personal information about you to provide you with services. This information is used primarily to provide you with investment advice, but is also used to perform such activities as responding to your requests and inquiries. By using our services, you consent to the collection and use of your personal information and any related information in the manner described in this document.</p>
<b>What?</b>	<p>The personal information we collect depends on which product or service you use. This information can include:</p> <ul style="list-style-type: none"> <li>▶ Your name, address, phone number, and email address</li> <li>▶ Your social security number or other unique identifier</li> <li>▶ Your account information, such as account balance, contributions, etc.</li> <li>▶ Your demographic information, such as age, gender, salary, etc.</li> <li>▶ Your usage data, such as number of logins or number of transactions generated, etc.</li> </ul> <p>We may share some of this data in order to conduct our everyday business. We do not share any of your information when you are no longer our client.</p>
<b>How?</b>	All financial companies need to share clients' personal information to run their everyday business. In the section below, we list the reasons financial companies can share their clients' personal information; the reasons we choose to share; and whether you can limit this sharing.

Reasons financial companies can share your personal information	Do we share?	Can you limit this sharing?
For our everyday business purposes—such as to process your transactions, maintain your account(s), or respond to court orders and legal investigations	Yes. See "Other important information" below.	No
For our marketing purposes—to offer our products and services	Yes. See "Other important information" below.	No
For joint marketing with other financial companies	No	N/A
For our affiliates' everyday business purposes—information about your transactions and experiences	No	N/A
For our affiliates' everyday business purposes—information about your creditworthiness	No	N/A
For our affiliates to market to you	No	N/A
For nonaffiliates to market to you	No	N/A
For our research purposes	Yes. See "Other important information" below.	No

What we do	
How does Morningstar Investment Management protect my personal information?	<p>We use appropriate security measures to protect against unauthorized access, alteration, disclosure or destruction of personal information. These measures include computer safeguards and physical security measures to guard against unauthorized access to systems where we store personal data. We operate secure data networks protected by industry standard firewall and password protection systems.</p> <p>We use cookies which store session information in numerical value form and time stamp. This information also allows us to collect general usage data such as which features have been utilized.</p>
How does Morningstar Investment Management collect my personal information?	<p>We collect your personal information from a variety of sources, for example:</p> <ul style="list-style-type: none"> <li>▶ from you when you access our service directly</li> <li>▶ from your authorized financial professional (if applicable)</li> <li>▶ from your employer or an agent of your employer</li> <li>▶ from your plan record-keeper or plan service provider</li> </ul>
Why can't I limit all sharing?	<p>Federal law only gives you the right to limit:</p> <ul style="list-style-type: none"> <li>▶ sharing for affiliates' everyday business purposes — information about your creditworthiness</li> <li>▶ affiliates from using your information to market to you</li> <li>▶ sharing for nonaffiliates to market to you. State laws and individual companies' policies may give you additional rights to limit sharing.</li> </ul>

Definitions	
Affiliates	<p>Companies related by common ownership or control. They can be financial and nonfinancial companies.</p> <ul style="list-style-type: none"> <li>▶ Our affiliates include companies within the Morningstar, Inc. family of companies, including Morningstar Investment Services LLC.</li> </ul>
Nonaffiliates	<p>Companies not related by common ownership or control. They can be financial and nonfinancial companies.</p> <ul style="list-style-type: none"> <li>▶ Morningstar Investment Management does not share your personal information with nonaffiliates for the purpose of their marketing their services to you.</li> </ul>
Joint marketing	<p>A formal agreement between nonaffiliated financial companies that together market financial products or services to you.</p> <ul style="list-style-type: none"> <li>▶ Morningstar Investment Management does not share your personal information for any such joint marketing activities.</li> </ul>

**Other important information**

As a general rule, we will not make your personal information available to anyone outside of Morningstar Investment Management or our affiliates, except as instructed by you or where required to comply with law. Please note, however, that there are some exceptions to this policy. We may share your personal information with third parties who provide contractually specified services, such as performing record-keeping, producing reports and assisting us with our marketing activities. Additionally, we may share certain types of anonymized personal information, such as your anonymized usage data, with select third parties for the purposes of their conducting research studies (e.g., on investor behavior) and publishing the results of those research studies in publically-available research reports/papers. Anonymized information means your personally identifiable information will be removed, and data is aggregated for statistical purposes. In either case, we limit access to your personal information to those third parties that have agreed to keep it strictly confidential. We may use your information which includes, but is not limited to, your name and email address, to contact you directly for research opportunities (e.g. product surveys) conducted by Morningstar Investment Management or our affiliates. We will not sell your personal information to anyone. As noted above, we may disclose personal information as permitted by Regulation S-P to nonaffiliates that provide services relating to maintaining or servicing accounts, such as a record-keeper or retirement account service provider.

We reserve the right to change this policy at any time by distributing and/or posting a new privacy policy without notice. We encourage you to review our privacy policy on a regular basis so that you are aware of any changes. In addition, as required by Regulation S-P, we will distribute our privacy policy to you at least once per year.

**Questions?** If you have further questions, contact us at [compliance@morningstar.com](mailto:compliance@morningstar.com).



## Morningstar Investment Management LLC Form ADV Part 2A: Firm Brochure Retirement Plan Services for Individuals

22 West Washington Street, Chicago, IL 60602  
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[www.corporate.morningstar.com](http://www.corporate.morningstar.com)

March 27, 2018

**This brochure provides information about the qualifications and business practices of Morningstar Investment Management LLC. If you have any questions about the contents of this brochure, please contact us at 312.696.6000 or send an email to [complianceemail@morningstar.com](mailto:complianceemail@morningstar.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.**

**Additional information about Morningstar Investment Management LLC is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

**Morningstar Investment Management LLC is registered with the SEC as a registered investment adviser. Registration with the SEC does not imply a certain level of skill or training.**

All current versions of our firm brochures are available in the Part 2 Brochures section of this record on the SEC's website. You may also request a copy of our current brochure free of charge by contacting our Compliance Department at 312.696.6000, or by email to [complianceemail@morningstar.com](mailto:complianceemail@morningstar.com). In your request, please indicate the name of the company (Morningstar Investment Management) and the service brochure(s) (Retirement Plan Services for Individuals or Institutional Advisory Services) you are requesting.

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### Item 4. Advisory Business

#### Firm Information

Morningstar Investment Management LLC ("Morningstar Investment Management", "we", "our" or "us") is a Delaware limited liability company that was incorporated in 1999. Morningstar Investment Management is a wholly owned subsidiary of Morningstar, Inc. ("Morningstar"). Morningstar is a publicly traded company (Nasdaq Ticker: MORN) with Mr. Joseph Mansueto, Executive Chairman of Morningstar, holding more than 50% of

Morningstar's outstanding shares. Because of that ownership, Mr. Mansueto is an indirect owner of Morningstar Investment Management.

Morningstar Investment Management is registered with the SEC under Section 203(c) of the Investment Advisers Act of 1940, as amended ("Advisers Act"). Morningstar Investment Management has filed the appropriate notices to conduct business in all 50 states, the District of Columbia, Guam, and the Commonwealth of Puerto Rico.

Morningstar Investment Management is part of Morningstar's Investment Management group, a global investment team composed of more than 90 investment analysts, portfolio managers, and other investment professionals. The Investment Management group consists of Morningstar's subsidiaries that are authorized in the appropriate jurisdiction to provide investment management and advisory services. The Investment Management group's investment and operations teams span the globe, with 10 country offices and primary offices in Chicago, London, and Sydney.

Morningstar's Investment Management group builds its advisory services on several fundamental principles:

*Personalized.* Our primary objective is to help you achieve a sustainable retirement income by furnishing you with a personalized strategy on asset allocation and investments. We tailor our strategy to your specific circumstances, including financial situation, future retirement goals, and risk capacity (the amount of risk you may want to take to help reach your goals).

*Goals-Based.* We recognize that a prudent strategy must be built in relation to specific goals, and we help you define those goals and develop a strategy aimed at reaching them.

*Diversified.* While no investment strategy can ensure a profit or protect against a loss, diversifying your investments is a bedrock principle to help ensure the long-term safety of capital. Our proprietary approach diversifies you across asset classes, as well as investment sectors and styles.

*Conservative.* Our risk-based approach is designed to reduce the likelihood of significant losses in volatile markets. The assumptions we make about portfolio returns in our projections emphasize disciplined saving and investing rather than outsized capital market returns.

*Forward-Looking.* Rather than relying only on historical data (which may not have any relevance to future conditions), we incorporate forward-looking estimates for assumptions about investment returns and performance behavior.

*Institutional-Quality.* All components of Morningstar Retirement Manager are based on factors generally used by professional money managers and adapted to the needs of the individual investor.

#### Advisory Services We Offer

This brochure focuses on the services we provide to individual participants invested in employer-sponsored retirement plans through Morningstar<sup>®</sup> Retirement Manager<sup>SM</sup>. You may obtain a copy of our brochure describing our products and services in our core capabilities of asset allocation, investment selection, and portfolio construction that we offer to institutions such as asset management firms, insurance companies, investment

companies, investment fiduciaries, plan sponsors of retirement plans, plan providers of retirement plan services, and other business entities by following the instructions above.

### **Morningstar® Retirement Manager<sup>SM</sup>**

Morningstar Investment Management offers Morningstar® Retirement Manager<sup>SM</sup>, a program designed to help retirement plan participants make better decisions about investing in their employer-sponsored retirement accounts. This service is intended for citizens or legal residents of the United States or its territories and is offered through a retirement plan's sponsor. Plan sponsors can choose to offer their participants one service option or bundle them together. Morningstar Retirement Manager includes several service options consisting of Guidance, Advice, and Managed Accounts:

**Guidance.** Under our Guidance service, we provide information designed to help you make your own investment choices regarding your retirement account assets. We will propose an investment strategy based on your personal and financial situation, using the information you and/or your plan sponsor provided to us. This strategy may include a retirement income goal, a recommended saving level and retirement age designed to help you meet that goal and recommend asset allocation targets. After creating your personal investment strategy, we provide asset allocation targets appropriate for your retirement plan account.

Guidance is an educational, point-in-time service. Under the Guidance service we do not monitor, review or update our asset allocation targets or projections for you on an ongoing basis. However, you may return to the service at any time to receive updated asset allocation targets. The Guidance service does not monitor or review the actual investment decisions that you make.

**Advice.** Under our Advice service, we provide information designed to help you make your own investment choices regarding your retirement account assets. Like the Guidance service, you'll receive a personal investment strategy, which includes asset allocation targets appropriate for your plan account. However, we also recommend specific investments using the investment options available within your plan, as defined by your plan provider or plan sponsor.

The Advice service provides a point-in-time recommendation; our advisory relationship with you ends once we provide you with our recommendations. Under the Advice service, we do not monitor, review or update our recommendations or projections for you on an ongoing basis. However, you may return to the Advice service at any time to receive new recommendations. The Advice service does not monitor or review the actual investment decisions that you make.

Some plan providers may extend the Advice service to plan participants who are approaching or are in retirement. If your plan provider offers this service and you meet the retirement criteria established by your plan provider, your investment strategy may include a suggested amount that you can withdraw while striving to maintain income throughout retirement. It may also include information about allocating a portion of your account balance for the purchase of an annuity or other guaranteed income product.

**Managed Accounts.** Under our Managed Accounts service, you give us responsibility for managing your employer-sponsored retirement account.

After creating your personal investment strategy, as described in the *Guidance* section above, we'll recommend and select specific investments appropriate for your strategy for your plan account using the investment options available within your plan, as described in the *Advice* section above. We send transaction instructions to your plan provider or plan administrator to implement our recommended retirement strategy in your plan account.

The Managed Accounts service includes ongoing investment management of your retirement account. The holdings in your plan account are typically reviewed on a quarterly basis. If necessary, we will send transaction instructions to your plan provider or plan administrator to rebalance or reallocate your account.

**Please Note:** Your plan provider or plan administrator may not be able to process rebalancing transactions if any investment option in your plan account has any restriction (e.g., equity wash restriction) at the time the rebalancing transaction instruction is received by the plan provider or plan administrator. In addition, rebalancing transaction instructions may be rejected if any data validation error exists on your account. In these instances, we will work with your plan provider or plan administrator to resolve any issues and to rebalance your account as quickly as possible. In some cases, your account may not be rebalanced until the next quarterly review period when all restrictions have been lifted and/or data validation errors have been corrected.

You will periodically receive progress reports reflecting your progress towards your retirement goals and other information in regard to your investments. Typically, these reports are available electronically through our website on a quarterly basis and are mailed in paper form to your address on record on an annual basis. You may terminate the Managed Accounts service at any time without penalty.

Some plan providers may extend the Managed Accounts service to plan participants who are approaching or are in retirement. If your plan provider offers this service and you meet the retirement criteria established by your plan provider, your investment strategy may include a suggested amount that you can withdraw while striving to maintain income throughout retirement. It may also include information about allocating a portion of your account balance for the purchase of an annuity or other guaranteed income product.

### **Personalized Strategy Report**

On an annual basis, plan participants eligible for but not currently enrolled in the Managed Accounts service may receive a Personalized Strategy Report. Using data provided by your plan sponsor or plan administrator, we outline a retirement strategy that may be appropriate for you. If your plan sponsor or plan administrator provides your salary and contribution rate information to us, your Personalized Strategy Report may also include an analysis of your retirement income outlook. If you wish to use the Managed Accounts service, this report provides you with instructions on how to enroll.

### **Customized Services**

We provide advice based on the investment options (e.g. mutual funds, including money market funds and stable value funds, variable annuities, and/or exchange-traded funds) available in your plan, as defined by your plan provider or plan sponsor. Our selections are based on qualitative factors and quantitative analysis in addition to the judgment of our analysts.

If you choose, you may ask us to exclude specific investment options from our Managed Accounts or Advice service recommendations. However, if your requested restrictions prevent us from building an adequately diversified

portfolio, you will need to remove some restrictions or you may be prevented from using the Managed Accounts or Advice service.

We believe that holding the stock of your employer greatly increases your portfolio risk, particularly in large concentrations. Prudent financial planning principles hold that any significant investment in a single stock creates a non-diversified situation in your portfolio with greater risk of investment losses. If your defined contribution plan includes your company's stock as an investment option, and if you have a portion of your retirement account allocated to your company's stock upon enrolling in the Managed Accounts or Advice service, we will recommend that you do not make additional investments in the company stock. Unless your company stock holdings are restricted due to a plan provision or a restriction imposed by your plan sponsor, at your direction we will decrease your allocation in your company's stock down to zero, using the strategy outlined in your advisory agreement. You have the option to retain all or a portion of the company stock. If you choose to retain your investment in the company stock, we will not be responsible for that portion of your retirement plan account, although we take it into consideration when creating your investment strategy.

#### **Wrap Fee Programs**

We do not sponsor a wrap fee program, but we do provide portfolio management services to a wrap fee program offered by our subsidiary, Morningstar Investment Services LLC.

#### **Assets Under Management**

As of December 31, 2017, the discretionary assets under management for Morningstar Investment Management (rounded to the nearest \$100,000) were:

Retirement Services to Individuals: \$11,420,800,000

Investment Management Services to Institutional Clients:  
\$22,181,000,000

Total Asset Under Management: \$33,601,800,000

The non-discretionary assets under advisement for Morningstar Investment Management (rounded to the nearest \$100,000) were \$130,366,300,000.

### **Item 5. Fees and Compensation**

#### **Fees and Compensation**

Our Morningstar<sup>®</sup> Retirement Manager<sup>SM</sup> fees are generally negotiated by your plan provider or plan sponsor. The actual fees depend on a range of variables including the service used and plan asset amount. In some cases, your fees may be paid by your plan sponsor or plan provider. To view your specific fee schedule and method of paying those fees, you can access your account through our website or consult with your plan sponsor, recordkeeper, or service provider for more information or if you have questions. You may terminate your advisory relationship with us at any time without penalty.

For our Managed Accounts service, your account will be charged a fee based on the assets in your retirement plan account that we manage. This fee is expressed in "basis points." A basis point is equivalent to 0.01%; 100 basis points is equivalent to 1%. Our fee is generally less than 100 basis points of your account, and typically ranges from 20 to 50 basis points annually. For example, if your account balance is around \$50,000, your annual fee would be less than \$500. This fee is typically charged quarterly in arrears by applying the basis point rate to the average assets in your retirement plan account during the quarter. In some cases, your plan provider may charge an annual administrative user fee. Please check with your plan sponsor or plan provider for specific fee information for your plan.

We do not charge you a fee to use our Advice or Guidance services. However, in some cases, your plan provider may charge an annual administrative user fee. Please check with your plan sponsor or plan provider for specific fee information for your plan.

#### **Payment**

For our Managed Account service, your plan provider will debit our fee from your plan account and remit that fee to us.

#### **Other Costs in Connection with Our Advisory Services**

Our fees are separate from fees and expenses charged by the investment options or fees that may be charged by a third party, such as your plan provider or recordkeeper. The investment options' fees and expenses are described in the prospectus or equivalent. These fees will generally include a management fee, other investment expenses, and possibly a distribution fee (e.g.12b-1). In some cases, an investment option may also charge an initial or deferred sales charge. Neither Morningstar Investment Management nor any of our employees receive transaction-based compensation for the investment recommendations we make. You may incur custodian, brokerage, and other transaction costs from third parties. Your plan provider or recordkeeper can provide you with specific fee information for your plan.

You may have the option to purchase investment products we recommend or similar services through other investment advisers or financial professionals not affiliated with us.

#### **Fees Charged in Advance**

Our services may be terminated without penalty at any time as outlined in the contractual agreement between Morningstar Investment Management and you. Upon termination, any earned, unpaid fees by you are due and payable. If, in accordance with contractual terms, you terminate your contract prior to the end of the billing period we may refund any unearned fees on a pro rata basis after the termination of the contract.

#### **Compensation from Sales of Securities**

We do not expect, accept or receive compensation for the sales of securities, including asset-based sales charges or service fees from the sale of open-end mutual funds.

#### **Revenue Sharing Arrangements**

We do not have any revenue sharing arrangements with any registered investment advisers or mutual funds.

### **Item 6. Performance Based Fees and Side-by-Side Management**

We do not have performance-based fee arrangements (fees based on a share of capital gains or on capital appreciation of the assets in your account) with any qualified client pursuant to Rule 205-3 under the Advisers Act. Therefore, we do not manage any performance-based fee accounts side-by-side with non-performance based fee accounts.

### **Item 7. Types of Clients**

In addition to the retirement plan services for individuals described in this brochure, we also provide investment advisory services to institutional clients such as banking institutions, financial institutions, investment companies, pension or profit sharing plans, third-party advisory programs or other business entities ("Institutional Clients"). If you would like a copy of our

brochure describing these services, please follow the instructions on page 1 of this brochure to access the SEC website or contact us.

The Managed Account, Advice and Guidance services within Morningstar Retirement Manager are only available to individuals with retirement accounts, such as an account within a defined contribution plan or an IRA. We do not require a minimum account balance to use our services, and we generally do not impose any other conditions on your use of our services.

## **Item 8. Methods of Analysis, Investment Strategies, and Risk of Loss**

### **Investment Philosophy**

Morningstar Investment Management group's investment philosophy is driven by the investment principles that are promoted throughout our organization. The principles are intended to guide our thinking, behavior and decision making. These principles have been inspired by a number of the most experienced and successful investors in the last century. These principles also reflect and align with the history and foundation of Morningstar and are described above in the Firm Information section.

### **Global Investment Policy Committee**

The Investment Management group's Global Investment Policy Committee and its regional governance bodies are responsible for oversight of the investment methodologies across all our products and services. Members of the Investment Policy Committee may include officers, chief investment officers, managing directors, or managers of Morningstar Investment Management or its affiliates. The regional governance bodies include regional investment policy committees, asset allocation committees, investment selection committees and portfolio construction (peer review) committees. Global best practice working groups also exist with the goal of sharing methodologies and research across regions. These groups focus on specific investment areas such as valuation models driven by our capital markets research and methodologies used for asset allocation, investment selection, portfolio construction for different investment strategies and advice.

An investment team provides the investment advice used in the products and services referenced in this brochure. Information on key members of this investment team is included in the attached Brochure Supplement.

### **Data**

While Morningstar Retirement Manager is a powerful program for evaluating your goals, the appropriateness of our advice is dependent on the personal information we receive from you, your employer, and your account administrator. While we strive to provide the most accurate and timely economic forecast and financial information, we depend on you to provide the most accurate assessment of your financial status and goals. We will collect relevant personal and financial data about you (and, if applicable, your spouse or partner) that may include your age, retirement income goal, state of residence, retirement account balance, projected or actual social security amount, any outstanding loans from your retirement plan, balances of any other investment accounts intended for retirement, expected pensions, and balances in company stock. This information is collected in order to personalize the advice you receive.

In creating your strategy, the more information you provide to us, the more personalized the investment solution we are able to deliver. We collect information your plan provider is able to provide to us and ask you to provide any additional data that wasn't available from your plan provider. Through our website or over the phone, you will be presented with an initial strategy as a

starting point. You can model many scenarios by changing your retirement age, desired retirement income, social security start age, and savings rate. We will update your retirement strategy in real time to reflect any change you make. We also encourage you to provide additional retirement account information such as assets you hold outside your retirement plan account or benefits for you or your spouse/partner in order to further personalize the recommendations. We do not provide advice or guidance on outside assets but will take those into consideration when determining the investment strategy for your retirement plan account assets.

### **Analysis Methods**

We review available quantitative data to analyze and screen the investment options within a plan. For our Managed Accounts service, we also apply qualitative analysis by our investment professionals, such as evaluations of investment managers, portfolios and individual investments. We combine this information with other factors—including actuarial data, stock market exposure, probability analysis, and mean-variance optimization—into a proprietary software program to analyze a complex set of market data and variables. The result is an advanced model that can provide investment recommendations and a projection of different outcomes. Using this model, we develop an investment strategy tailored to your investment goals, as described below.

We start with all of the available information we receive from your plan provider and/or you and then make assumptions about certain pieces of information. You have the ability to review and refine some of these assumed data points through our website or over the phone. These assumptions can have a significant impact on the strategies we create for you and are related to social security income, salary growth, inflation rates, retirement income goal, and risk capacity. We combine this information with other factors into a proprietary software program that can provide investment recommendations and a projection of different outcomes. Using this model, we develop an investment strategy tailored to your investment goals.

We use a concept called human capital to determine your risk capacity. This helps us determine an appropriate target risk level for your retirement portfolio by considering your risk exposure in the retirement accounts you've told us about. Our human capital methodology accounts for your financial capital (total saved assets and tradeable assets such as stocks and bonds) as well as your human capital (future earnings and savings potential). Using this methodology, we assign a target risk level based on your total economic worth.

Your strategy considers the following items when building a target equity allocation for your employer-sponsored retirement account, but they are restricted from our investment selection process: outside investment accounts you own, assets designated as "restricted" or "frozen" by your employer, assets you have chosen to retain in company stock, funds affiliated with Morningstar or its subsidiaries, or custom funds created specifically for your plan.

If you are accumulating for retirement savings, our investment strategy is generally based on information such as your retirement account balance, expected retirement age, contribution rate and other preferences you may have. If you have already retired, and if your plan provider offers the In-Retirement services described above, our strategy is based on information such as your current account balance, additional cash flows and life expectancy. This retirement strategy may include some or all of the following:

*Retirement Income Goal (accumulation phase)*

We define your retirement income goal as the projected amount of money that you will need during retirement to live comfortably throughout retirement. We calculate this amount based on your current income, adjusted to reflect the estimated dollar value at your retirement age. Typically, we use an amount equal to 100% of your take-home pay (although some plan providers may request we use a different rate, e.g., 80% of your gross pay), and then project the value of that amount at your retirement age to determine your retirement income goal. You have the option to change this projected retirement income amount.

#### *Income Outlook (accumulation phase)*

We define the income outlook as a projection of the annual income that you may receive during retirement. We base this on an annualized view of the investment wealth you accumulate, combined with social security benefits and any pension or other income you might receive.

#### *Total Retirement Income (in-retirement phase)*

If your plan provider offers the In-Retirement services described above, we define your total retirement income as the projected amount of money, typically at some level of probability that you can expect to receive on an annual basis in order to maintain income throughout retirement.

**IMPORTANT:** When we determine the income projections described above, these projections are based on hypothetical performance data and do not represent actual or guaranteed results. Your projections may vary over time with each additional use of our service.

We believe in creating a customized long-term asset allocation based on your risk capacity. Changes in your financial situation, such as the addition of outside retirement accounts, pension benefits, or contribution rates, may result in a change to your asset allocation. In addition, changes to your personal situation, such as the addition of a spouse or partner or a different retirement age, could also impact your asset allocation. We encourage you to update the information you have on file with us in such events, so that we can update your asset allocation accordingly. If you use our Managed Account service, we will typically review portfolios on a quarterly basis to determine if market shifts require us to rebalance your account. On an annual basis, we will re-run our analysis of your future wealth forecast. If you use our Advice service, we encourage you to re-enter our website on a periodic or as-needed basis, in order to review your information and receive an updated strategy. At a minimum, we recommend that you receive an updated strategy on an annual basis.

#### **Key Assumptions**

Morningstar Investment Management makes assumptions about certain pieces of information that have a significant impact on the strategy we will create for you. In particular, these assumptions relate to inflation rates, retirement income goals, federal/state/capital gains/other taxes and your risk capacity, social security amounts (if you are not yet retired), and salary growth.

#### *Social Security*

We can incorporate Social Security for you and if applicable, your spouse/partner, using an estimate based on your current salary or a number you input from your Social Security statement. Social Security payments are inflated using a simulated cost-of-living allowance designed to replicate the actual Social Security Administration ("SSA") formulas and are applied at the maximum benefit age as defined by the SSA. We account for reduction in payments while working in retirement, increases in benefits for the spouse 50% rule and increased benefits for the surviving spouse 100% rule. The

program assumes you complete all applications required to collect the maximum benefit. We also take Social Security into consideration while analyzing income replacement. We default to the age at which you will receive full benefits from the SSA, but you can adjust the benefit amount and start age if desired, however, the start age must be between 62 and 70.

#### *Salary Growth*

To estimate future salary, we use a salary growth curve based on academic research rather than assuming a single, fixed growth rate. This curve takes into account the fact that salaries tend to grow most rapidly for young employees, peak around age 51, and then slightly decline later in life.

#### *Retirement Age*

We assume a default retirement age of 67, or your current age plus one year if you are older than 67. You have the option to change this to a different retirement age.

#### *Estimated Tax*

We estimate federal and state income, and capital gains taxes based on marginal tax rate calculations. Tax data is updated annually based on U.S. Internal Revenue Code (IRC) and similar state tax data. We use income data for you, as well as for your spouse/partner, if applicable, to estimate federal and state tax exposure. Tax exposure is appropriately reduced for pretax deferrals, tax-deferred capital gains, and yield and distribution of Roth proceeds. Based on the information we know about you, we provide an estimate of tax exposure, but may not include all tax considerations. Our recommendations are made without taking into consideration potential tax consequences and we do not provide tax advice. Potential tax consequences may exist. We encourage you to consult with a tax professional about these and other tax consequences.

#### *Inflation Assumptions*

When projecting the growth of various income sources and expenses, we use a variety of different inflation rates. These rates are reviewed and updated annually by our research team. Different inflation rates are used for different projections and major expenses. We believe that our multifaceted approach to calculating inflation results in more realistic and more accurate projections compared with using one set rate.

#### *IRS Limitations and Application of Penalties*

We incorporate all IRS contribution limits, eligibility requirements, and withdrawal penalties into the retirement strategies.

#### *Brokerage Account*

Some plans may allow participants to maintain a brokerage account within the plan. If your plan allows this option, you will be responsible for managing and monitoring those assets. We do not manage brokerage account assets; however, if you provide us with detailed information on the holdings within the brokerage account, our methodology will consider these holdings in developing an appropriate investment strategy for your other retirement plan account assets. If you do not provide detailed information, our methodology will assume that the balance in the brokerage account is 45% stocks and 55% fixed income.

#### **Risk of Loss and Strategy Risk**

We determine a risk strategy for you based on several factors, such as your current age and time until retirement, gender, salary, total current wealth, deferral rate, and retirement goals. If you have retired or are approaching retirement, and if you have the opportunity to purchase an annuity, the risk strategy also considers your longevity and liquidity needs. Your risk level

corresponds to an asset mix, or the combination of stocks, bonds and cash, that will serve as the basis for our recommendations of specific funds appropriate for you.

You should remember that investments in securities involve market risk, risk of loss, and other risks, and will not always be profitable. We do not guarantee that the intended objectives of our recommendations will result in achieving your retirement income goal. We cannot guarantee that negative returns can or will be avoided in any of our recommendations. We do not represent or guarantee that our investment recommendations can or will predict future results, will successfully identify market highs or lows, or will result in a profit or protect clients from loss. An investment's future performance may differ substantially from its historical performance, which is no indication of future performance. A security's investment return and an investor's principal value will fluctuate so that, when redeemed, an investor's shares may be worth more or less than their original cost. We are unable to predict or forecast market fluctuations or other uncertainties that may affect the value of any investment.

Our investment strategy is intended to provide you with an investment portfolio that is diversified across various asset classes and appropriate based on your facts and circumstances. Asset allocation and diversification are investment strategies which spread assets across various investment types for long-term investing. However, as with all investment strategies, these strategies do not ensure a profit and do not guarantee against losses.

Capital market assumptions are forecasts which involve known and unknown risks, uncertainties, and other factors which may cause the actual results to differ materially and/or substantially from any future results, performance, or achievements expressed or implied by those projections for any reason. Past performance does not guarantee future results.

Income projections used in Morningstar Retirement Manager are based on hypothetical performance data and do not represent actual or guaranteed results. Projections may vary over time and with each use of our service.

### **Information Sources**

Our global resources used in the formulation of our advisory services go down to our roots—the data and analysis from Morningstar, Inc. that form the base of our investment process. This expansive, in-house network of global data and investment analysis spans asset classes and regions to help drive timely new ideas. More than 300-plus analysts of Morningstar or its affiliates cover more than 500,000 investment options. The extensive data, analysis, and methodologies from these resources, along with external research reports, data, and interviews with investment managers are combined with financial publications, annual reports, prospectuses, press releases, and SEC filings to serve as the basis of our primary sources of information.

For some of our services, we combine this information with other factors—including actuarial data, stock market exposure, probability analysis, and mean-variance optimization—into a proprietary software program to analyze a complex set of market data and variables that results in an advanced model that can provide investment recommendations and a projection of different outcomes.

### **Security Type Risks**

#### *Mutual Funds*

Investments in mutual funds involve risk, including loss of principal as a result of changing market and economic conditions and will not always be profitable.

#### *Money Market Funds*

A money market fund may impose a fee upon the sale of shares or may temporarily suspend your ability to sell shares if the fund's liquidity falls below required minimum because of market conditions or other factors. An investment in a money-market vehicle is not insured or guaranteed by the Federal Deposit Insurance Corporation ("FDIC") or any other government agency. For most money market funds, their sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time. Although some money market funds seek to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. It is possible to lose money by investing in money market funds.

#### *Stable Value Funds and Guaranteed Investment Contracts ("GICs")*

The interest rate on a stable value fund or GIC is typically only guaranteed for a certain amount of time and may vary with changing market conditions. Withdrawal fees or penalties, sometimes substantial, may be charged if you decided to move money out of a stable value fund or GIC. Stable value funds and GICs are less likely to provide long-term protection against inflation, as compared to other options.

#### *Exchange-traded Funds*

ETFs, like all investments, carry certain risks that may adversely affect their net asset value, market price, and/or performance. An ETF's net asset value (NAV) will fluctuate in response to market activity. Because ETFs are traded throughout the day and the price is determined by market forces, the market price you pay for an ETF may be more or less than the NAV. Because ETFs are not actively managed, their value may be affected by a general decline in the U.S. market segments relating to their underlying indexes. Similarly, an imperfect match between an ETF's holdings and those of its underlying index may cause its performance to not match the performance of its underlying index. Like other concentrated investments, an ETF with concentrated holdings may be more vulnerable to specific economic, political, or regulatory events than an ETF that mirrors the general U.S. market.

#### *Annuities*

An annuity is a tax-deferred investment structured to convert a sum of money into a series of payments over time. Annuity contracts have limitations and are not viewed as short-term liquid investments. An insurance company's fulfillment of a commitment to pay a death or living benefit, a schedule of payments, a fixed investment amount guaranteed by the insurance company, or another form of guarantee depends on the claims-paying ability of the issuing insurance company. Any such guarantee does not affect or apply to the investment return or principal value of the separate account and its subaccount. Annuities often have surrender charges, which can be substantial, in the event you need to withdraw your investment early. Annuities can be complicated and an investor should carefully read the insurance company's offering material to understand how a specific annuity's return will be determined. Variable Annuities have a rate of return that varies with underlying investment options in the market, and do not include a guarantee from the insurance company that you will earn a return. Variable annuities typically have high fees and expenses, sales charges, surrender charges, and early withdrawal penalties.

### **Methodology Updates**

Our capital market assumptions, asset allocation, and advice methodology committees all meet monthly. These committees have oversight for their respective areas of expertise. If any of these committees makes an adjustment, the changes are thoroughly reviewed and tested before being

implemented. These changes are manifested in participant portfolios through expected future returns, and asset allocations. Capital market assumptions are updated on an annual basis. We also update our methodologies with updated tax limits on an annual basis. Asset allocation and advice methodologies are updated when there is a regulatory change that requires an update or when research we have completed warrants enhancing our asset allocation process or advice methodology.

### Item 9. Disciplinary Information

We are required to disclose all material facts regarding any legal or disciplinary events that would influence a potential client to engage us. We do not have any material legal or disciplinary events to disclose.

### Item 10. Other Financial Industry Activities and Affiliations

Morningstar Investment Management is a wholly-owned subsidiary of Morningstar. Our offerings center around advisory services in our core capabilities of asset allocation, investment selection, and portfolio construction that we offer to individual investors (advice and managed accounts services to retirement plan participants) and institutions (including the services described in this brochure.)

Our portfolio managers and their team members who are responsible for the day-to-day management of our portfolios are paid a base salary plus a discretionary bonus. The discretionary bonus is based in part on the investment performance of select portfolios over three-, five-, and, in some cases, seven-year time periods, and in part on Morningstar's overall annual revenue and profitability and the individual's contribution to the business unit. Benchmarks are used as a measure of investment performance and are chosen by senior personnel and approved by the Global Investment Policy Committee's Regional Investment Policy Committee. To mitigate the conflict of interest that could arise from partially basing an employee's bonus on performance of a select portfolio or portfolios, all investment decisions made within a portfolio must be peer reviewed by a regional governance body within the Regional Investment Policy Committee, which includes asset allocation committees, manager selection committees, and portfolio construction (peer review) committees.

For many of our advisory services, the universe of investment options from which we make our investment selections is defined by our Institutional Client. In some cases, this universe of investment options may include proprietary investment options of the Institutional Client. To mitigate any actual or potential conflict of interests presented by this situation, we subject all investment options to the same quantitative and qualitative investment selection methodology, based on several factors, including performance, risk, and expense so that the proprietary nature of an investment option does not influence our selection.

We may provide consulting or advisory services to Institutional Clients that offer registered or pooled investment products, such as mutual funds, variable annuities, collective investment trusts, or model portfolios. To mitigate the conflict of interest presented by our role in these investment products, we exclude such investment products from the universe of investment options from which we make our recommendations to other clients.

We receive compensation for our research and analysis activities (e.g., research papers) from a variety of financial institutions including large banks, brokerage firms, insurance companies, and mutual fund companies. In order to mitigate any actual or potential conflicts of interest that may arise from this service, we ensure that our research and analytical activities are non-

biased and objective given our business relationships. Employees who provide research and analysis for clients are separate from our sales and relationship manager staff in order to mitigate the conflict of interest that an employee may feel pressure to present results in such a way as to maintain existing or gain new business. In addition, as noted above, all investment decisions must be peer reviewed by a regional governance body within the Regional Investment Policy Committee, which mitigates the conflict of interest by providing checks and balances so that no employee can act unilaterally in making recommendation decisions.

Our investment professionals provide portfolio construction and ongoing monitoring and maintenance for the portfolios within Morningstar Investment Services' Morningstar® Managed Portfolios<sup>SM</sup> program on Morningstar Investment Services' behalf. While the same or similar portfolios are offered by us to our Institutional Clients under the Morningstar Managed Portfolios program, we do not believe these responsibilities create any material conflicts of interest for our clients. In order to mitigate any perceived conflict of interest, when we offer discretionary services under the Morningstar Managed Portfolios program, transactions for our clients are placed at the same time as transactions for Morningstar Investment Services' discretionary clients as part of block trades. We have procedures in place to ensure that trades are allocated in such a manner as to not favor one client over another. When we offer non-discretionary services under the Morningstar Managed Portfolios program, our Institutional Clients receive trade recommendations just after trades are placed for discretionary clients, due to our heightened fiduciary responsibilities to our discretionary clients. In addition, all non-discretionary clients are notified of transaction recommendations after the close of the trading day, so that no one such client has an advantage over another.

When we, along with Morningstar and/or our other affiliates offer services to the same client, we may enter into a bundled agreement with the client that encompasses all or part of those services. Additional fee(s) for such product(s) or service(s), if required, will be set forth in our agreement with the client. In these situations, clients may pay a fee directly to us and each such affiliate for its products or services, or as part of a joint fee schedule which encompasses all services.

#### *Affiliations – Investment Management Group Registered Entities*

Morningstar has an Investment Management group that consists of various subsidiaries across the globe that are each registered with and governed by the applicable regulatory body or bodies in that country. We are part of this group and share resources, as described earlier in this brochure. One member of this group, Morningstar Investment Services LLC, is our subsidiary and is also an investment adviser registered under the Advisers Act. Morningstar Investment Services is additionally registered with the Securities and Exchange Commissions as a broker-dealer and a member of the Financial Industry Regulatory Authority (FINRA). Morningstar Investment Services' offerings include discretionary managed portfolios and model manager services under the Morningstar Managed Portfolios brand name, plan sponsor services, and retirement plan services for institutional and retail clients.

In some cases, our senior management members have management responsibilities to these other affiliated entities. We do not believe that these management responsibilities create any material conflicts of interests for our clients.

The Investment Management group has set up a shared services team, composed of employees of our affiliate and located at our affiliate's office in

Mumbai, India. We compensate our affiliate for services rendered via an intercompany charge. The services and compensation will be governed by an intercompany agreement. This compensation will likely be lower than compensation negotiated with non-affiliated firms for the same or similar services. To mitigate any conflict of interest between us and our affiliate we have established dual reporting lines for employees on the shared services team so that such employees report up to our Director of Operations. We've also established information security boundaries and technology separation to protect our non-public information and Morningstar's compliance department monitors the personal trading activity of these employees.

#### *Affiliations – Other Registered Entities*

Morningstar Research Services LLC is not part of the Investment Management group but is also a wholly-owned subsidiary of Morningstar and an investment adviser registered under the Advisers Act. Morningstar Research Services' offerings center around the production of investment research reports and investment consulting services to financial institutions/institutional investors who themselves are registered with and governed by a regulatory body. Conflicts of interests between us and Morningstar Research Services are mitigated by such things as the maintenance of separate legal entities and reporting/organization lines, and the utilization of physical (i.e. separate floors) and technological separation. Morningstar Research Services also maintains a committee structure so as to limit any unilateral decisions. Morningstar's compliance department monitors the personal trading activities of Morningstar Research Services' employees.

We may engage Morningstar Research Services to perform investment manager due diligence and/or fund selection services on our behalf as a sub-adviser. The notification to and authorization by the Institutional Client to our engaging Morningstar Research Services is addressed in our agreement with the Institutional Client. On such occasions, we compensate Morningstar Research Services for services rendered via an intercompany charge. The services and compensation will be governed by an intercompany agreement. This compensation will likely be lower than compensation negotiated with non-affiliated financial institutions/institutional investors for same or similar services. Morningstar Research Services' employees who are engaged to provide manager due diligence and/or fund selection service are prohibited from using non-public/confidential information obtained because of their engagement in its investment research reports and/or investment consulting services to clients, including us.

Morningstar Research Services provides information to the public about various securities, including open-end mutual funds and ETFs, which may include written analyses of these investment products. Although we use certain products, services, or databases that contain this information, we do not participate in or have any input in the written analyses that Morningstar Research Services produces. While we consider the analyses of Morningstar Research Services, our investment recommendations are typically based on our separate and independent research and analysis of the available investment product.

Morningstar Research Services may issue investment research reports on securities we may hold in our portfolios or recommend to our clients, but they do not share any yet-to-be published views and analysis and/or changes in estimates (i.e., their confidential information) with us on these securities. Other than the use of their publicly available analysis as part of our review process, we do not solicit the input of Morningstar Research Services prior to making investment decisions or recommendations (unless we engage them as a sub-adviser as noted under the 2<sup>nd</sup> paragraph of the *Affiliations –*

*Other Registered Entities* section), nor do we have access to their analysis prior to its public dissemination. We mitigate any actual or potential conflicts of interest that could arise from the access of their analysis prior to publication through measures such as informational barriers (both physical and technological), maintaining separate organizational reporting lines, and monitoring by the compliance department.

Some of Morningstar Research Services' clients may be sponsors of funds or associated with other securities that we may recommend to our clients. We mitigate any actual or potential conflicts of interests resulting from this fact through such measures as informational barriers (both physical and technological), maintaining separate organizational reporting lines, and monitoring by the compliance department. In addition, we do not factor in the relationship between Morningstar Research Services when analyzing investments or making recommendations.

Morningstar Investment Management serves as an investment adviser to investment companies registered under the Investment Company Act of 1940, as amended, and to other pooled investment products. To mitigate conflicts of interest, Morningstar Research Services does not prepare qualitative analysis on nor recommend as part of their investment consulting services any investment company we are an investment adviser to.

#### *Affiliations – Morningstar, Inc.*

Our parent company, Morningstar, Inc., is publicly traded (Ticker Symbol: MORN). We may recommend an investment product that holds a position in publicly-traded shares of Morningstar's stock. Such an investment in Morningstar's stock is solely the decision of the investment product's portfolio manager. We have no input into a portfolio manager's investment decision nor do we require that the investment products we recommend own shares of Morningstar. An investment product's position in Morningstar has no direct bearing on our investment selection process. We mitigate any actual or potential conflicts of interest by not factoring Morningstar's publicly traded stock into our qualitative or quantitative analysis nor in our recommendations.

Morningstar offers various products and services to the public. Some of Morningstar's clients are service providers (e.g., portfolio managers, advisers, or distributors affiliated with a mutual fund or other investment option). We may have a contractual relationship to provide consulting or advisory services to these same service providers or we may recommend the products of these service providers to our advisory clients. To mitigate any actual or potential conflicts of interest, we do not consider the relationship between Morningstar and these service providers when making recommendations. We are not paid to recommend one investment option over another, including products of service providers with which Morningstar has a relationship.

Morningstar provides information to the public about various investment products, including open-end mutual funds and ETFs. In some cases, this information includes written analyses of these investment products. Although we may use certain products, services, or databases of Morningstar, we do not participate in or have any input in the written analyses that Morningstar provides its licensees. While we consider the analyses of Morningstar, our investment recommendations are typically based on our separate and independent research and analysis of the available investment product.

Morningstar offers various products and services to retail and institutional investors. In certain situations, we may recommend an investment product

that tracks an index created and maintained by Morningstar. In such cases, the investment product sponsor has entered into a licensing agreement with Morningstar to use such index. To mitigate any conflicts of interest arising from our selection of such investment products, we may use solely quantitative criteria established by our advisory client to make such selection, or, in the alternative, Morningstar's compensation from the investment product sponsor will not be based on nor will it include assets that are a result of our recommendation to our advisory client to invest in those investment products. In other cases, some of Morningstar's clients may be sponsors of funds that we may recommend to our clients. Morningstar does not and will not have any input into our investment decisions, including what investment products will be recommended for our recommended portfolios. We mitigate any actual or potential conflicts of interest by imposing informational barriers (both physical and technological), maintaining separate organizational reporting lines, and monitoring by the compliance department. In addition, we do not factor in the relationship between Morningstar when analyzing investments or making recommendations. We mitigate any actual or potential conflicts of interests resulting from that by not producing qualitative analysis on any such exchange-traded fund as well as imposing informational barriers (both physical and technological), maintaining separate organizational reporting lines between, and monitoring by the compliance department.

Morningstar has and maintains accounts which they invest in accordance with investment strategies created and maintained by us. Those investment strategies are deployed using equity securities. As we have discretion over these accounts, Morningstar's accounts are traded at the same time as our and Morningstar Investment Services' other discretionary client accounts in order to ensure that Morningstar's accounts are not treated more favorably than our client accounts. Some of Morningstar's accounts are used as the subject of newsletters offered by Morningstar. In order to ensure that Morningstar's newsletter subscribers are not treated more favorably than our clients, which would result in a breach of our fiduciary duty, we do not report trades in Morningstar's accounts invested in our strategies to newsletter subscribers until after our client accounts have been traded or our non-discretionary clients have been notified.

As a wholly-owned subsidiary, we use the resources, infrastructure, and employees of Morningstar and its affiliates to provide certain support services in such areas as technology, procurement, human resources, account, legal, compliance, information security, and marketing. We do not believe this arrangement presents a conflict of interests to us in terms of our advisory services. Employees of Morningstar that provide support services to us may maintain their Financial Industry Regulatory Authority ("FINRA") security licenses under Morningstar Investment Services' limited broker/dealer registration, if appropriate for their current job responsibilities. Morningstar Investment Services utilizes its broker/dealer registration solely for the receipt of 12b-1 fees, therefore, we believe no conflict of interest exists due to the maintenance of these security licenses.

We may make our clients aware of various products and services offered by Morningstar or its affiliates. We do not receive compensation for that introduction. Morningstar and its affiliates, in turn, may make their clients aware of various products and services offered by us. Morningstar and its affiliates do not receive any compensation from us for that introduction.

#### *Affiliations – Morningstar, Inc.'s Subsidiaries*

Equity and manager research analysts based outside the United States are employed by various wholly-owned subsidiaries of Morningstar. These analysts follow the same investment methodologies and process as

Morningstar Research Services, as well as being held to the same conduct standards. As a result, we do not believe this structure causes actual or a potential for a conflict of interest.

#### *Affiliations – Credit Rating Agency*

One of Morningstar's subsidiaries, Morningstar Credit Ratings LLC, is a credit rating agency registered with the Securities and Exchange Commission as a Nationally Recognized Statistical Rating Organization (NRSRO). In our analysis of certain securities, we may use the publicly available credit rating and analysis issued by Morningstar Credit Ratings. Because of our use of Morningstar Credit Ratings' ratings and analysis is limited to that which is publicly available, we do not believe there is an actual or potential conflict of interest that arises from such use.

## **Item 11. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

### **Code of Ethics**

We have in place a Code of Ethics pursuant to Rule 204A-1 under the Advisers Act ("Code of Ethics"). Our Code of Ethics strives to uphold the highest standards of moral and ethical conduct, including placing our clients' interest ahead of our own. Our Code of Ethics covers all our officers and employees as well as other persons who have access to our non-public information (collectively "Access Persons"). Our Code of Ethics addresses such topics as professional and ethical responsibilities, compliance with securities laws, our fiduciary duty, and personal trading practices. Our Code of Ethics also addresses receipt and/or permissible use of material non-public information and other confidential information our Access Persons may be exposed and/or have access to given their position. The Code of Ethics is provided upon hire and at least annually thereafter and at each time, the Access Person must certify in writing that she or he has received, read, and understands the Code of Ethics and that they agree to or have complied with its contents. A copy of our Code of Ethics is available to existing and prospective clients by sending written request to [compliance@morningstar.com](mailto:compliance@morningstar.com).

### **Interest in Client Transactions**

Our Access Persons may maintain personal investment accounts and may purchase or sell investments in those accounts that are the same as or different from the investments we recommend to clients. Because we generally recommend mutual funds and ETFs, our Access Persons' personal investing activities should not conflict with our advisory activities or the timing of our recommendations. In addition, our Code of Ethics is designed to ensure that Access Persons' personal trading activities will not interfere with our clients' interests, while allowing our Access Persons to invest in their own accounts.

We do not engage in principal transactions (transactions where we, acting in our own account or in an affiliated account, buy a security from or sell a security to a client's account) nor do we engage in agency cross transactions (transactions where we or our affiliate executes a transaction while acting as a broker for both our client and the other party in the transaction).

### **Interest in Securities That We May Recommend**

Morningstar Investment Management has and maintains a number of seed accounts (accounts used to establish a strategy we may wish to offer), many of which follow strategies we offer to clients. We place block trades for our accounts, therefore trade requests for our seed accounts are placed at the same time as trades are placed for those client accounts invested in the same strategy and for which we have discretion. Block trades are allocated in such a manner as to ensure that our seed accounts do not receive more

favorable trades than our clients' accounts. Client accounts that we manage on a discretionary basis and thus, our seed accounts, are traded just before we provide model portfolio trade recommendations to other clients using our U.S. managed portfolios. However, our model portfolio clients receive trade recommendation after the close of the trading day, so that no one model portfolio client is favored over another.

### **Personal Trading By Access Persons**

Our Code of Ethics is designed to ensure that Access Persons' personal trading activities do not interfere with our clients' interests. While our Access Persons may maintain personal investment accounts, they are subject to certain restrictions. Our Code of Ethics includes policies designed to prevent Access Persons from trading based on material non-public information. Access Persons in possession of material non-public information may not trade in securities which are the subject of such information and may not tip such information to others. In certain instances, we employ information blocking devices such as restricted lists to prevent illegal insider trading. Morningstar's compliance department monitors the activities in the personal accounts of our Access Persons (and any accounts in which they have beneficial ownership) upon hire and thereafter. Access Persons are required to pre-clear IPO and private placement transactions with Morningstar's compliance department.

### **Item 12. Brokerage Practices**

Where we exercise investment discretion, we will generate trade instructions for each portfolio that requires investment, reallocation, or rebalancing and forward those instructions to the appropriate institution as designated by the plan provider. As a result, we do not have the ability to make decisions regarding which broker is used to execute the transactions. We do not participate in any soft dollar practices.

### **Item 13. Review of Accounts**

Retirement accounts enrolled the Managed Accounts service are typically rebalanced to your account's asset allocation target or reallocated on a quarterly basis as necessary and receive quantitative and/or qualitative reviews performed by our investment team on an annual or as-needed basis to account for changes in your age and any other significant personal or financial changes to your situation that you have informed us about. You are responsible for notifying us of changes in your personal and financial information, investment objectives, and investment restrictions so that we can make the necessary adjustments to your investment strategy. Periodically, you will receive a written progress report with information about your account, either in an electronic format (e.g., by email or through Internet account access) or by U.S. mail to your address of record. This progress report may include such things as your progress toward your retirement goal, investment performance information, and an analysis of your retirement account.

We do not provide ongoing account reviews as part of our Advice and Guidance services. You should review your retirement plan and retirement account asset allocation recommendations on a regular basis. You may use Morningstar Retirement Manager at any time to update your personal information and review your retirement plan strategy, which may have changed as the result of the updated information. We do not prepare periodic reports as part of the Advice or Guidance services.

### **Item 14. Client Referrals and Other Compensation**

We may make direct or indirect cash payments to our affiliates or to unaffiliated third parties for recommending our services as described in Item

4 above. If such payments occur, they will be done pursuant to Rule 206(4)-3(a)(2)(ii) of the Advisers Act. Clients referred by third party solicitors may in some cases pay a higher fee than clients who contract with us directly. Solicited Clients referred by a third-party solicitor should refer to the disclosure document for information on the effect of the fees paid to third-party solicitors.

### **Item 15. Custody**

We do not serve as a custodian of client assets. However, in cases where we have the ability to debit fees directly from client accounts, we may be deemed to have custody of client assets under Rule 206(4)-2 of the Advisers Act, even if we do not act as a custodian. Your plan provider or its designee is responsible for selecting the custodian for your plan assets and you should receive statements from the qualified custodian that holds your assets at least quarterly. You should carefully review such statements and compare them to the written progress reports we provide to you. Our progress reports may vary from custodial statements because of differences in accounting procedures (e.g., trade-date versus settlement-date accounting) or reporting dates. If you note any discrepancies on your account statements, please promptly contact your plan administrator.

### **Item 16. Investment Discretion**

When you accept the advisory agreement for our Managed Accounts service, you assign to us full discretion to manage the investments of your retirement account on your behalf and to monitor it on an ongoing basis. Based on information provided by you, we provide you with an individualized asset allocation strategy and select investment options appropriate for that strategy based on the options available in your account. As described above, you have the right to impose reasonable restrictions on your retirement account. We will exercise our discretion in managing your account consistent with your individualized strategy and within the account restrictions, if any.

If you elect our Advice or Guidance service, you retain the investment discretion and control of your retirement account. We provide you with information designed to help you make investment choices regarding your retirement account assets, but you are responsible for managing the investments in your account. We do not monitor, review or update our recommendations or projections on an ongoing basis.

### **Item 17. Voting Client Securities**

You are responsible for receiving and voting proxies for all investments held in your account. You may receive proxies or other solicitations directly from your plan account's custodian. We do not have the authority to and will not vote proxies. We cannot provide information or advice in regard to questions you have about a particular solicitation.

### **Item 18. Financial Information**

We are required to provide you with certain financial information or disclosures about our financial condition. We do not have any financial commitment that impairs our ability to meet our contractual and fiduciary commitments to clients, nor have we been the subject of any bankruptcy proceeding.



## Morningstar Investment Management LLC Form ADV Part 2B: Brochure Supplement

### Retirement Plan Services for Individuals

22 West Washington Street, Chicago, IL 60602  
Phone: 312.696.6000  
www.corporate.morningstar.com

March 27, 2018

This Brochure Supplement provides information about key members of the investment team for Morningstar Investment Management LLC's retirement plan services for individuals. This Brochure Supplement provides information on the members of the investment team with the most significant responsibility for day-to-day investment advice for retirement plan participant services and is not a complete list of all the members of the investment advisory team.

Please contact the Compliance Department at 312.696.6000 or [compliance@morningstar.com](mailto:compliance@morningstar.com) if you did not receive a copy of our Firm Brochure, if you have questions about the content of this Brochure Supplement, or if you would like information about other members of our investment team. In your request, please indicate the name of the company (Morningstar Investment Management) and the type of service (Retirement Plan Services for Individuals.)

#### **Thomas Idzorek, CFA**

*Educational Background and Business Experience:* Tom is the chief investment officer for Morningstar Investment Management's retirement business. He currently serves as a member of Morningstar, Inc.'s 401(k) committee and Research Council, the board of directors for Morningstar Investment Management Europe, Morningstar Investment Management's Global Investment Policy Committee, and on the editorial boards of *Morningstar* magazine and the CFA Institute *Financial Analysts Journal (FAJ)*. From 2012 to 2015, Tom served as president of Morningstar's Investment Management group. Additionally, he has served as president of Ibbotson Associates, president of Morningstar Associates, board member/responsible officer for a number of the Investment Management group's subsidiaries, global chief investment officer for the Investment Management group, chief investment officer & director of research and product development for Ibbotson, and head of investment methodology and economic research for Morningstar, Inc. Before joining Ibbotson Associates (which Morningstar, Inc. acquired in 2006), Tom was a senior quantitative researcher for Zephyr Associates. Born in 1970, Tom holds a bachelor's degree from Arizona State University and a master's degree in business administration from Thunderbird School of Global Management. He also is a CFA\* charterholder. Tom does not have any disciplinary information, other business activities or additional compensation to disclose.

#### **Heather Young**

*Educational Background and Business Experience:* Heather is head of automated portfolio solutions for Morningstar Investment Management. She is responsible for managing the team of analysts and portfolio managers who construct and rebalance the managed accounts portfolios. Heather currently serves as a member of Morningstar Investment Management's Advice Committee and Research Council. Prior to her current role, she has served as a team manager and national sales director for Ibbotson Associates, Inc. (which was merged into Morningstar Investment Management in 2016), where she started in 1998, and as a product development manager for Morningstar's Institutional-level research platform, Morningstar Direct<sup>SM</sup>. Born in 1975, Heather has a bachelor's degree from Indiana University. Heather does not have any disciplinary information, other business activities or additional compensation to disclose.

#### **John Shelbourne, CFA**

*Educational Background and Business Experience:* John is a senior investment analyst. He joined Morningstar, Inc. in 2006 and served as a data analyst, product manager, and senior client relationship manager before joining Morningstar Investment Management in 2014. John is responsible for

constructing and rebalancing the managed accounts portfolios. Born in 1980, John has a bachelor's degree from Purdue University and is a CFA\* charterholder. John does not have any disciplinary information, other business activities or additional compensation to disclose.

#### **Jason Wagner, CFA**

*Educational Background and Business Experience:* Jason is a Senior Investment Analyst for Morningstar Investment Management. He is responsible for portfolio construction and review for plan providers and plan sponsors as part of Morningstar<sup>®</sup> Retirement Manager<sup>SM</sup>. Prior to joining Morningstar Investment Management in 2016, he was an associate at Citadel Securities. Previously, he was Director of Trading and Operations at Timpani Capital Management, LLC. Born in 1979, Jason has a bachelor's degree in Finance from DePaul University and is a CFA\* charterholder. Jason does not have any disciplinary information, other business activities or additional compensation to disclose.

#### **Michael Sawula, CFA**

*Educational Background and Business Experience:* Michael is an investment analyst for Morningstar Investment Management. He joined Morningstar, Inc. in 2012 and served as a product consultant, data analyst and operations analyst prior to joining Morningstar Investment Management in 2014. Michael is responsible for constructing and rebalancing the managed accounts portfolios. Born in 1990, Michael has a bachelor's degree from Grinnell College and is currently pursuing both a master's degree in business administration and a master of science in computer science from the University of Chicago. He is also a CFA\* charterholder. Michael does not have any disciplinary information, other business activities or additional compensation to disclose.

#### **Investment Team Supervision – Daniel Needham, CFA**

Daniel is president and global chief investment officer for the Investment Management group at Morningstar, Inc., which includes Morningstar Investment Management. Before adding the role of president in 2015, Daniel was global chief investment officer for the Investment Management group. In 2013 his role expanded to include responsibility for Morningstar's investment management operations in Europe. Prior to 2013, Daniel was chief investment officer and managing director for Investment Management in Asia-Pacific. Daniel joined Morningstar in 2009 through the company's acquisition of Intech Pty Ltd, where he served as chief investment officer. He also held other investment roles including analyst, portfolio manager, and head of multi-strategy. Before joining Intech in 2002, Needham worked for Zurich Financial Services in Sydney.

Daniel oversees the United States investment team, including setting the strategic direction and goals for the team. The activities of the investment team are guided by the Americas Investment Policy Committee of the Global Investment Policy Committee, which Daniel chairs. The Global Investment Policy Committee and its working sub-committees and investment teams are responsible for oversight of the investment methodologies. The sub-committees and investment teams focus on specific investment capabilities such as valuation models and asset allocation, manager selection, portfolio construction and portfolio risk analytics. Daniel holds a bachelor's degree in commerce from the University of Sydney, where he majored in finance and economics. He also is a CFA\* charterholder.

*\*The Chartered Financial Analyst (CFA) designation is an international professional certification offered by the CFA Institute. To become a CFA charterholder, candidates must pass three six-hour exams, possess a bachelor's degree, and have 48 months of qualified, professional work experience. CFA charterholders are also obligated to adhere to a strict Code of Ethics and Standards governing their professional conduct. The CFA is a qualification for finance and investment professionals, particularly in the fields of investment*

*management and financial analysis of stocks, bonds and their derivative assets. The program focuses on portfolio management and financial analysis, and provides a general knowledge of other finance areas.*

The graphic features a large, stylized number '2' in the background, formed by two overlapping shapes. The left shape is a dark orange color, and the right shape is a lighter, yellowish-orange color. The text is overlaid on the dark orange portion of the '2'.

Voya Retirement Choice  
Voya Retirement Choice II  
with Voya Fixed Plus III  
403(b)/401(a)/401(k)/457(b)

Information Booklet  
3042094.B.P (12/18)

## INFORMATION BOOKLET SUPPLEMENT – VOYA FIXED PLUS ACCOUNT III A

This supplement adds information about the Voya Fixed Plus Account III A, a new credited interest investment option that may be available under the group annuity contract, funding agreement or retirement program (collectively referred to hereinafter as the “Contract”) provided by Voya Retirement Insurance and Annuity Company (the “Company”) to an employer’s qualified retirement plan (the “Plan”). **Please read this supplement carefully in conjunction with the Information Booklet as many of the provisions in the Information Booklet also apply to the Voya Fixed Plus Account III A.**

### **Credited Interest Investment Options**

In addition to the mutual funds or variable investment options, the Contract may offer different credited interest investment options. **For plans offering the Voya Fixed Plus Account III A, the previously available credited interest investment option supported by VRIAC’s general account is closed to new allocations and contributions.** The previously available credited interest investment option supported by VRIAC’s general account is referred to hereinafter as the “closed Fixed Account.” For Plans offering the **Voya Fixed Plus Account III A**, all allocations and contributions that were directed to the closed Fixed Account will be automatically re-directed to the Voya Fixed Plus Account III A.

All interest rate guarantees provided under the credited interest investment options available through the Contract are subject to the claims paying ability of the Company. The Company’s claims paying ability should be taken into consideration in evaluating interest rate guarantees.

### **Voya Fixed Plus Account III A**

The Voya Fixed Plus Account III A is a credited interest investment option that is an obligation of VRIAC’s general account, which supports all of the Company’s insurance and annuity commitments. The rate credited to the Plan is determined by VRIAC subject to minimum rate guarantees in the Contract. Under the Voya Fixed Plus Account III A option, the Company assumes the risk of investment gain or loss by guaranteeing the amounts allocated to this option and promising a minimum interest rate.

**Interest Rates** – The Voya Fixed Plus Account III A provides stability of principal and credits interest on all amounts allocated to this option. For Voya Fixed Plus Account III A the Company guarantees for the life of the Contract that interest will be credited at an annual effective yield that is at least equal to the Guaranteed Minimum Interest Rate (the “GMIR”), which is set forth in the Contract. Additionally, the Company in its discretion may credit interest at a “current credited interest rate” that may be higher than the GMIR, and the current credited interest rate may be changed at any time. Notwithstanding, any rate change initiated solely by VRIAC will be guaranteed to remain in effect until the last day of the three-month period measured from the first day of the month in which such change was made. The current credited interest rate for a Plan’s initial investment in the Voya Fixed Plus Account III A may be in effect for less than a full three-month period.

The GMIR and the current credited interest rate are each expressed as an annual effective yield. Interest is credited on a daily basis. Once credited, the interest becomes a part of the principal. Taking the effect of compounding into account, the interest credited daily yields the current credited interest rate.

The Voya Fixed Plus Account III A current credited interest rate may be reduced if the Plan allows participants access to investment options not provided under the Contract (split-funded Plans) or permits in-service withdrawals prior to age 59½.

**Transfers** – Except as otherwise set forth herein, transfers to or from the Voya Fixed Plus Account III A are permitted to the same extent that transfers to or from the closed Fixed Account were permitted prior to the time when the Voya Fixed Plus Account III A became an available credited interest investment option under the Contract.

Transfers are no longer permitted to the closed Fixed Account. Any reference to transfers to the closed Fixed Account shall mean transfers to the Voya Fixed Plus Account III A. Any limitations or restrictions imposed on transfers to the closed Fixed Account prior to the time when the Voya Fixed Plus Account III A became an available credited interest investment option under the Contract shall apply to the Voya

Fixed Plus Account III A. The Company has the right, however, to impose different restrictions or waive any such restrictions altogether on the Voya Fixed Plus Account III A.

Any surrender and transfer limit restrictions imposed on the closed Fixed Account shall apply to the Voya Fixed Plus Account III A as well. The Company has the right, however, to impose different restrictions or waive any such restrictions altogether on either the closed Fixed Account, the Voya Fixed Plus Account III A, or both.

If the Equity Wash Option is in effect, the terms of the Equity Wash Option provision apply to the Voya Fixed Plus Account III A to the same extent they apply to the closed Fixed Account. The Company has the right, however, to impose different restrictions or waive any such restrictions altogether on the closed Fixed Account.

Unless the Company agrees otherwise, any request for transfers from credited interest investment options supported by the Company's general account will be transferred first from the closed Fixed Account until no amounts remain in the closed Fixed Account, and then from the Voya Fixed Plus Account III A.

Notwithstanding anything else herein to the contrary, transfers from the closed Fixed Account to the Voya Fixed Plus Account III A are allowed at any time without restriction.

**Fees and Charges** – Account Maintenance Fees, Transferred Asset Benefit (“TAB”) Recovery Charges, and all other fees and charges, as applicable, apply to the Voya Fixed Plus Account III A to the same extent they apply to the closed Fixed Account.

**Withdrawals** – Except as otherwise provided herein, benefit payments, withdrawals, Surrenders, partial Surrenders, and any loans from the Voya Fixed Plus Account III A are permitted to the same extent they were permitted from the closed Fixed Account prior to the time when the Voya Fixed Plus Account III A became an available credited interest investment option under the Contract.

Benefit payments, withdrawals, Surrenders, partial Surrenders, and any loans shall continue to be taken on a pro rata basis. Any request, however, for benefit payments, withdrawals, Surrenders, partial Surrenders, transfers, or any loans from credited interest investment options supported by VRIAC's general account, regardless of whether to be withdrawn on a pro rata basis or as otherwise specified, shall be withdrawn first from the closed Fixed Account until no amounts remain in the closed Fixed Account, and then from the Voya Fixed Plus Account III A.

**Reinstatement** - To the extent reinstatement is permitted under the terms of the Contract, amounts that would have been reinvested in the closed Fixed Account prior to the time when the Voya Fixed Plus Account III A became an available credited interest investment option under the Contract may instead be reinvested in the Voya Fixed Plus Account III A. Reinstatement is permitted only once.

## Voya Retirement Choice Voya Retirement Choice II With Voya Fixed Plus III

403(b)/401(a)/401(k)/457(b)

**Why Reading this Information Booklet is Important.** Before you participate in **Voya Retirement Choice or Voya Retirement Choice II** through your employer's retirement plan (the "Plan"), you (the "employee"/ "participant") should read this information booklet. Plan sponsors (generally your employer) should read this information booklet to help determine if the program is appropriate for their Plan. Please note that this information booklet is provided as an overview of the program, which may be subject to change. In the event of a conflict between this information and the contract, the terms of the contract will prevail. Please keep this information booklet for future reference.

### OVERVIEW

Your employer has established a retirement Plan for you. The Voya Retirement Choice II packaged program (the "Program") is offered as a funding option for that Plan. The Program includes a Custodial Account Agreement or Trust Agreement between your employer and Voya Institutional Trust Company (which may also include as parties Voya Financial Partners, LLC and Voya Retirement Insurance and Annuity Company); and a group fixed annuity contract between your employer and Voya Retirement Insurance and Annuity Company (the "Company<sup>1</sup>," "we," "us," "our"). These companies are not a party to your employer's retirement Plan and have no responsibility for any assets of the Plan prior to their receipt by the applicable company. Your employer has also entered into a service agreement with the Company, under which we provide administrative services to your employer's retirement Plan.

The Program provides a menu of investment options for your retirement Plan that allows employee and employer (where available) contributions to be invested in:

- Mutual fund shares which are available through a custodial or trust account (mutual funds are not part of the Fixed Plus contract); and/or
- The Voya Fixed Plus Account (the "Fixed Plus Account"), a credited interest option which offers stability of principal through a group fixed annuity contract that we issue (the Fixed Plus contract).

As described in your enrollment material, you will have access to your account information through our interactive voice response telephone service and via the internet at [www.voyaretirementplans.com](http://www.voyaretirementplans.com).

### PARTICIPANT ACCOUNTS

Plan contributions are submitted by the plan sponsor and applied to participant accounts. The contributions are allocated to the investment options selected by the plan sponsor to provide future retirement income for plan participants. If allowed by your plan, you will be able to select among such investment options for your own participant account. For each account we maintain multiple record sources for crediting select types of employer and participant contributions and to accept rollovers from other sponsored plans and Individual Retirement Accounts and Annuities ("IRAs") as allowed by the plan.

The plan sponsor or the Company may declare a contribution cessation date upon notice to the other. The contribution cessation date should be specified in the notice and must be at least 90 days from the date of the notice. After a contribution cessation date is declared, no further Contributions will be made to

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<sup>1</sup> The Company is an indirect, wholly-owned subsidiary of Voya Financial, Inc. ("Voya<sup>®</sup>"). Securities are distributed through Voya Financial Partners, LLC or through other broker-dealers with which Voya Financial Partners, LLC has selling agreements. Financial planning is offered by Voya Financial Advisors, Inc. Voya Financial Partners, LLC and Voya Financial Advisors, Inc. are both members of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC"). Both are also members of the Voya<sup>®</sup> family of companies

this Program and no new plan accounts will be established.

## INVESTMENT OPTIONS

The Company will establish and maintain one integrated account record for each participant reflecting both the mutual fund investment options and the Fixed Plus Account credited interest option. When we establish your account, you may, with your employer's authorization, direct account assets to any of the available options. At our discretion, we may add, restrict, or withdraw the availability of any investment options in the future.

**Mutual funds:** All mutual fund shares are held in the applicable custodial or trust account and are registered in the name of the custodian or trustee respectively. **Remember that mutual fund values fluctuate with market conditions and, when surrendered, the principal may be worth more or less than the original amount invested.**

**You should consider the investment objectives, risks, and charges and expenses of mutual funds offered through a retirement Plan carefully before investing. The fund prospectuses contain this and other information, and can be obtained by contacting your local representative or contacting us at the telephone number or address shown in the "QUESTIONS: CONTACTING THE COMPANY" section at the end of this information booklet. Please read the information carefully before investing.**

**Fixed Plus Account Credited Interest Option:** The Fixed Plus Account credited interest option offers stability of principal and credits interest on amounts allocated to this option. Amounts invested in the Fixed Plus Account are held in the Company's general account that supports insurance and annuity obligations. Interests in the Fixed Plus Account have not been registered with the U.S. Securities and Exchange Commission ("SEC") in reliance on exemptions under the Securities Act of 1933, as amended. The safety of the interest rate guarantees under the Fixed Plus contract is dependent upon the Company's claims-paying ability. The guarantees do not apply to the investment return or principal under the mutual funds.

The Fixed Plus Account consists of a minimum guaranteed interest rate ("GMIR") that is set for the life of the contract. The GMIR is stated in the Fixed Plus contract. Each calendar year (1/1 to 12/31), the Company will also set a one-year minimum guaranteed floor rate which will apply to all amounts held in the Fixed Plus Account during that calendar year. This one-year minimum guaranteed floor rate is currently equal to the GMIR and is guaranteed to never be less than the GMIR for the life of the contract.

During the year, the Company will credit interest to the Fixed Plus Account at a "current credited interest rate". The current credited interest rate may change but is guaranteed not to be below either the minimum guaranteed floor rate or the GMIR. Voya will not apply a decrease to the current rate following a rate change initiated solely by us prior to the last day of the three-month period measured from the first day of the month in which such change was effective. The current rate for a plan's initial investment in the Voya Fixed Plus Account may be in effect for less than a full three-month period.

All interest rates applicable to the Fixed Plus Account are expressed as an annual effective yield. Interest is credited to your account on a daily basis. Once credited, the interest becomes a part of your principal. This means that your account earns compound interest. Taking the effect of compounding into account, the interest credited to your account daily yields the current credited interest rate. Any changes in rates will apply to all amounts in the Fixed Plus Account.

There are restrictions on transfers and withdrawals associated with the Fixed Plus Account; see the TRANSFERS and WITHDRAWALS sections for more details.

## PARTICIPANT RECORDKEEPING FEES

One or more of the following fees may apply:

**Annual Participant Service Fee (sometimes referred to as maintenance fee):** An annual fee may be deducted from your account. This fee may be waived, reduced, or eliminated in certain circumstances. If applicable, a pro-rata portion of the fee is deducted quarterly from all investment options within each

money source selected by the Plan Sponsor for the deduction of this fee (e.g., employee contribution source, employer contribution source, employee Roth Account source).

**Annual Asset-Based Service Fee:** An annual asset-based fee may be deducted from your account for recordkeeping and administrative services provided to your employer's Plan. The maximum annual asset-based fee will be no more than 1.00% and may vary by investment option. This fee may be waived, reduced, or eliminated in certain circumstances. If applicable, a pro-rata portion of the asset-based fee is calculated and deducted quarterly from all investment options, or from the mutual fund assets only, depending upon your employer's Plan. It will appear on your statements as a flat dollar amount deducted from all applicable investment options.

Recordkeeping fees can be found on the Performance Update and Fee Disclosure (if applicable).

The recordkeeping and administrative services the Company provides in connection with your employer's Plan include:

- Quarterly account statements;
- Tax reporting on distributions;
- Tax withholding;
- Required minimum distribution processing;
- Systematic withdrawal processing;
- Account Rebalancing;
- Asset allocation tools;
- Internet account and transaction capability;
- Telephone account capability;
- Customer service call center; and
- On-line financial calculators.

## Fund Fees and Expenses

Each mutual fund deducts management fees from the amounts allocated to the fund. In addition, each fund deducts other expenses which may include service fees that may be used to compensate service providers, including the Company and its affiliates, for administrative and plan sponsor or participant services provided on behalf of the fund. Furthermore, certain funds deduct a distribution or 12b-1 fee, up to 1.00%, which is used to finance any activity that is primarily intended to result in the sale of fund shares. Certain funds may also deduct redemption fees if fund shares are not held for a specified period. **To learn more about fund fees and expenses, the additional factors that can affect the value of a fund's shares and other important information about the funds, refer to the fund prospectuses, fee disclosure (if applicable) and the fund fact sheets, which can be obtained by contacting us at the telephone number or address shown in the "Questions: Contacting the Company" section at the end of this information booklet.**

## Revenue from the Funds

The Company or its affiliates may receive compensation from each of the funds or the funds' affiliates. This revenue may include:

- A share of the management fee;
- Service fees;
- For certain share classes, 12b-1 fees; and
- Additional payments (sometimes referred to as revenue sharing).

12b-1 fees are used to compensate the Company and its affiliates for distribution related activity. Service fees and additional payments (sometimes collectively referred to as sub-accounting fees) help compensate the Company and its affiliates for administrative, recordkeeping or other services that we provide to the funds or the funds' affiliates.

The management fee, service fees and 12b-1 fees are deducted from fund assets. Any such fees deducted from fund assets are disclosed in the fund prospectuses. Additional payments, which are not deducted from fund assets and may be paid out of the legitimate profits of fund advisers and/or other fund

affiliates, do not increase, directly or indirectly, fund fees and expenses, and we may use these additional payments to finance distribution.

The amount of revenue the Company may receive from each of the funds or from the funds' affiliates may be substantial, although the amount and types of revenue vary with respect to each of the funds offered through the Program. This revenue is one of several factors we consider when determining Program fees and charges and whether to offer a fund through the Program. The Company expects to earn a profit from this revenue to the extent it exceeds the Company's expenses, including the payment of sales compensation to our distributors. **Fund revenue is important to the Company's profitability and it is generally more profitable for us to offer, and we receive more revenue from, affiliated funds than unaffiliated funds.**

The Company may also receive additional compensation in the form of intercompany payments from an affiliated fund's investment adviser or the investment adviser's parent in order to allocate revenue and profits across the organization. The intercompany payments and other revenue received from affiliated funds provide the Company with a financial incentive to offer affiliated funds through the contract rather than unaffiliated funds.

### **Compensation Arrangements**

Sales professionals provide numerous services including services to Plan sponsors and Plan participants. These may include installing and servicing the Program by providing product explanations, and periodically reviewing participants' retirement needs and available investment options. Persons who offer and sell the Programs may be paid a commission. Commissions may be paid as flat dollar amount and/or as a percentage ranging from 0% to 3% on recurring payments made during the first year of the participant or contract account, recurring payments after the first year of the participant or contract account, transferred assets and increased payments. In addition, the Company may pay an asset-based commission ranging up to 0.50%. We may also pay additional flat dollar amounts to qualifying registered representatives based on a participant's increased or re-started contributions and/or the number of new participant enrollments over a specified period. In some cases, we may also pay flat dollar amounts that may exceed the commission maximums described above.

We intend to recoup this compensation and other expenses paid to sales professionals through fees and charges imposed under the Program, including the Participant Recordkeeping Fees, the revenues received from the funds and their service providers/affiliates, and from the Company's margins on the Fixed Plus Account.

### **EMPLOYER ELECTIONS REGARDING TRANSFER AND WITHDRAWAL PROVISIONS**

Elections made by your employer at the time of application for the Program will determine which specific transfer and withdrawal provisions will apply to your employer's Plan. Details about the various transfer and withdrawal provisions that may apply are included in the "**TRANSFERS**" and "**WITHDRAWALS**" sections below. You will be advised as to the options your employer elected at your enrollment meeting. Please contact your local representative if you are uncertain which options are applicable to your employer's Plan.

#### **TRANSFERS**

As authorized by your employer, you may transfer both existing amounts and future contributions among investment options available under the Program. Transfers are subject to the restrictions described below and must occur in accordance with the terms of the applicable fund company account agreement, the Fixed Plus contract, your employer's Plan document, and the Plan Services Agreement. You may request a transfer by telephone or electronically via the Internet (details are included in your enrollment material). You will receive confirmation of the requested changes by mail or electronically, if available, and if you so elect. It is important that you review your changes carefully. Failure to report any discrepancies within 30 days will indicate that you are in agreement with the transactions in your account as reported on the confirmation.

**Transfer Restrictions Applicable To Your Employer’s Plan:** Depending upon the option elected by your employer, transfers are subject to either a “percentage limit” restriction (on amounts from the Fixed Plus Account) or an “equity wash” restriction:

- **Percentage Limit Restrictions on Transfers from the Fixed Plus Account:** If your employer elected this option, then you may transfer among the mutual funds in the applicable custodial or trust account without restrictions. Transfers from the Fixed Plus Account are, however, subject to the following restriction:
  - Your employer or you, if allowed by your employer’s Plan, may transfer 20% of your account value held in the Fixed Plus Account in each 12-month period. We determine the amount eligible for transfer on the business day we receive a transfer request in good order at our Home Office. We will reduce amounts allowed for transfer by any Fixed Plus Account withdrawals, transfers (including transfers made to issue a Plan loan) or amounts applied to annuity options during the prior 12 months. We reserve the right to include payments made due to the election of any of the systematic distribution options toward the 20% limit. We will waive the percentage limit on transfers when the value in the Fixed Plus Account is \$5,000 or less.
- **Equity Wash Restrictions on Transfers:** Transfers between investment options are allowed at any time, subject to the following equity wash restrictions if there are any Competing Investment Options (see below) under your employer’s Plan:
  - You may not make transfers directly from the Fixed Plus Account to a Competing Investment Option;
  - You may not make a transfer from the Fixed Plus Account to other investment options under the applicable custodial or trust account if a transfer to a Competing Investment Option has taken place within 90 days;
  - You may not make a transfer from the Fixed Plus Account to other investment options under the applicable custodial or trust account if a non-benefit withdrawal from a non-Competing Investment Option has taken place within 90 days; and
  - You may not make a transfer from a non-Competing Investment Option to a Competing Investment Option if a transfer from the Fixed Plus Account has taken place within 90 days.

Notwithstanding the above equity wash restrictions, automatic transfers from the Fixed Plus Account to the loan investment option (if available) under the applicable custodial account to accommodate a loan request, if allowed under the Plan, are allowed at any time.

**Competing Investment Option:** A Competing Investment Option is defined as an investment option that is provided under the applicable Voya Retirement Choice II custodial or trust account that:

- Provides a direct or indirect investment performance guarantee;
- Is, or may be, invested primarily in assets other than common or preferred stock;
- Is, or may be, invested primarily in financial vehicles (such as mutual funds, trusts or insurance contracts) that are invested in assets other than common or preferred stock;
- Is available through the self-directed brokerage account; or
- Is any fund with similar characteristics to the above.

Examples of such investment options would include money market instruments, repurchase agreements, guaranteed investment contracts, or investments offering a fixed rate of return, or any investment option having a targeted duration of less than three (3) years. Additionally, the self-directed brokerage account is considered a Competing Investment Option. Please contact your local representative to determine which investment options are considered Competing Investment Option under the Fixed Plus contract for your employer’s Plan.

Any non-enforcement of the Competing Investment Option transfer restrictions is temporary and will not constitute a waiver of these requirements. Investment options that no longer accept contributions or transfers are not considered to be Competing Investment Options.

**403(b) Plans Only:** Transfers between amounts invested in the mutual funds held under a 403(b)(7) custodial account and amounts invested in the Fixed Plus contract's Fixed Plus Account will be processed pursuant to applicable contract exchange rules established under the Code and regulations, and your employer's plan document.

**Limits on Frequent or Disruptive Transfers.** The Program is not designed to serve as a vehicle for frequent transfers. The Company has an Excessive Trading Policy and monitors transfer activity, and each underlying mutual fund available through the Program has adopted or may adopt an excessive/frequent trading policy. **See your enrollment materials, visit your account online at [www.voyaretirementplans.com](http://www.voyaretirementplans.com) or call 800-584-6001 for details about our Excessive Trading Policy.**

## WITHDRAWALS

**Withdrawals for Benefits:** *Under the Program, you may make withdrawals from the Fixed Plus Account or any other investment options under the applicable custodial or trust account to pay "benefits" at any time.* Benefits are payments to you under the terms of your employer's Plan as allowed by the Code for the following reasons, as applicable: retirement, death, disability\*, loan (if allowed under the Plan), in-service withdrawals after age 59½\*, separation from service (not including a severance from employment that would not otherwise qualify as a separation from service), financial hardship or unforeseeable emergency (for 457(b) governmental plans), purpose of purchasing service credits (for 457(b) Governmental plans) and in-service distribution. Available benefit payments will vary based on Plan provisions and applicable Code restrictions and requirements.

The Plan Sponsor may direct the Company to place a withdrawal restriction on your account in the event of receipt of a domestic relations order or any other type of court order or regulatory document that asserts a claim to benefits.

\* Not applicable to 457(b) plans

**Non-Benefit Withdrawal Restrictions Applicable To Your Employer's Plan:** Depending upon the option elected by your employer, non-benefit withdrawals are subject to either a "percentage limit" restriction (on amounts from the Fixed Plus Account) or an "equity wash" restriction:

- **Percentage Limit Restrictions on Non-benefit Withdrawals from the Fixed Plus Account:** If your employer elected this option, you may withdraw money from the mutual funds in the applicable custodial or trust account without restrictions (subject to applicable Plan and Code provisions). Withdrawals from the Fixed Plus Account are, however, subject to the following restrictions:
  - **Partial Withdrawals from the Fixed Plus Account:** Your employer or you, if allowed by your Plan, may withdraw up to 20% of your account value held in the Fixed Plus Account in each 12-month period. We determine the amount eligible for withdrawal on the business day we receive a withdrawal request in good order at our Home Office. We will reduce amounts allowed for withdrawal by any Fixed Plus Account withdrawals, transfers (including transfers made to issue a Plan loan) or amounts used to purchase annuity payments during the prior 12 months. We reserve the right to include payments made due to the election of any of the systematic distribution options toward the percentage limit.

**Waiver of 20% Percentage Limit On Partial Withdrawals.** We will waive the percentage limit on partial withdrawals when the partial withdrawal is made in accordance with any of the conditions listed in Appendix A.

- **Full Withdrawals from the Fixed Plus Account:** Your employer or you, if allowed by your Plan, may request a full withdrawal of your account value held in the Fixed Plus Account. Full withdrawals from the Fixed Plus Account will be paid out in five annual payments. Once a request is received for a full withdrawal, no further withdrawals, loans, or transfers will be permitted. The first payment would be 20% of the value in the Fixed Plus Account as of the business day we

receive your request in good order, reduced by the amount, if any, transferred (including transfers made to issue a Plan loan), withdrawn, taken as a systematic distribution option, or used to purchase Annuity payments during the past 12 months. Subsequent payments, made on annual intervals of the first payment, would be in the amounts of 25%, 33%, 50% and 100% of the balance on the respective dates. Your request may be cancelled at any time before the end of the five-payment period. If any contributions are received to your account at any time during the five-year payment period, the full withdrawal will be cancelled and your Fixed Plus account installment payments will cease. If your full withdrawal is cancelled (either by your request or due to receipt of a contribution to your Account), a new five-year payment period will begin upon any future full withdrawal from your Account. Additional information on Fixed Plus withdrawal provisions is available in your contract prospectus or contract information booklet."

**Waiver of Percentage Limit On Full Withdrawals.** We will waive the restrictions on full withdrawals when the withdrawal is made in accordance with any of the conditions listed in Appendix B.

- **Equity Wash Restrictions on *Non-benefit* Withdrawals:** If your employer elected this option, non-benefit withdrawals are subject to the following restrictions:
  - You may not make non-benefit withdrawals from the Fixed Plus Account.
  - You may not make a non-benefit withdrawal from a non-Competing Investment Option if a transfer from the Fixed Plus Account has taken place within 90 days.

**In addition to the *non-benefit* limits or restrictions described (percentage limit or equity wash), the Internal Revenue Code ("Code") and/or your employer's Plan may also have specific limits on withdrawals.** Please refer to your summary Plan description or contact your employer's benefits office for further information.

**403(b) Withdrawal Restrictions:** The Code places restrictions on withdrawals from a 403(b)(1) tax-deferred annuity and a 403(b)(7) mutual fund account, which are required to be specifically set forth in the applicable annuity contract or mutual fund custodial account agreement. The Code generally prohibits withdrawals from 403(b) accounts prior to death, disability, attainment of age 59 ½, severance from employment or financial hardship (account earnings are not generally available due to hardship). These restrictions do not include contract exchanges to other investment alternatives under your employer's 403(b) plan, transfers made to another employer's 403(b) plan, or to transfers made to a governmental defined benefit plan to purchase service credits unless further restricted by your employer's 403(b) written plan.

**Employer-Directed Full Withdrawal Rules:** If the employer controls the Fixed Plus contract and requests a full withdrawal from the Program, the account balances of the mutual funds held in the custodial or trust account will be paid immediately in accordance with the written direction of the employer. However, with regard to the Fixed Plus contract, we will pay amounts held in the Fixed Plus Account in accordance with the following Extended Payout Provision. Check with your employer if you have questions concerning an employer-directed full withdrawal.

**Extended Payout Provision:** If the employer requests a full withdrawal from the Program as described above, the Company will pay any amounts held in the Fixed Plus Account, with interest, in five annual payments that will be equal to:

- One-fifth of the value in the Fixed Plus Account as of the business day we receive the withdrawal request in good order at our Home Office reduced by the amount, if any, transferred (including transfers made to issue a Plan loan), withdrawn, or used to purchase annuity payments during the prior 12 months (we reserve the right to reduce the amount available by deducting any amount withdrawn under a systematic distribution option); then,
- One-fourth of the remaining amount 12 months later; then,
- One-third of the remaining amount 12 months later; then,
- One-half of the remaining amount 12 months later; then,
- The balance of the value in the Fixed Plus Account 12 months later

## **FIXED PLUS CONTRACT - DEATH BENEFIT**

In the event of your death, the Fixed Plus contract provides a death benefit, payable to the beneficiary named under the contract (contract beneficiary). When your employer controls the group fixed annuity contract, your employer is the contract beneficiary, but may direct that we make any payments to the beneficiary you name under the Plan (Plan beneficiary). When your employer does not control the contract (voluntary plans), you designate the name of the beneficiary.

## **SYSTEMATIC DISTRIBUTION OPTIONS (“SDO”)**

We may offer one or more distribution options under which we make regularly scheduled automatic partial distributions of your account value. To request a SDO, you must complete a SDO election form and forward it to our Home Office.

## **FIXED PLUS CONTRACT- ANNUITY PAYMENT OPTIONS**

While the Company may make other options available, the following annuity payment options (if allowed by your employer’s Plan) are currently offered on amounts maintained in the Fixed Plus contract:

### **Non-Lifetime Option:**

**Payments for a Stated Period** - periodic payments made for a fixed period of years (no fewer than 5 years, but no more than 30 years or as otherwise specified in the Fixed Plus contract). If you die before receiving all the payments, your beneficiary can choose either to receive the remaining periodic payments or to have the present value of the payments in a lump sum.

Note: This must be an irrevocable election (no withdrawals or changes may be made).

### **Single Lifetime Options:**

**Life Income** - periodic payments made for as long as you live.

**Life Income with Guaranteed Payments** - periodic payments made for as long as you live with a specified minimum number of payments guaranteed (no fewer than 5 years, but no more than 30 years or as otherwise specified in the Fixed Plus contract). If you die before the end of the guarantee period, payments will continue to your beneficiary for the remainder of the guarantee period.

### **Joint Lifetime Option:**

**Life Income Based Upon Two Lives** - periodic payments made for as long as you and a second annuitant live. You may further elect from among the following options:

- 100% of the payment to continue to the survivor;
- 66⅔% of the payment to continue to the survivor;
- 50% of the payment to continue to the survivor;
- 100% of the payment to continue after the first death with payments guaranteed to the beneficiary after the second death for a period of years; the number of years in the payment period must fall within the range of at least 5 years to no more than 30 years, or as otherwise specified in the Fixed Plus contract; or
- 100% of the payment amount to continue at the death of the specified second annuitant and 50% of the payment amount to continue at the death of the specified annuitant.

Note: All Single and Joint Lifetime options are irrevocable elections (no withdrawals or changes may be made) regardless of the investment option(s) selected.

In no event may annuity payments extend beyond (a) your life; (b) the lives of you and your beneficiary; (c) any certain period greater than your life expectancy; or (d) any certain period greater than the joint life expectancies of you and your beneficiary. In addition, when your payments start, your age plus the

number of years for which payments are guaranteed cannot exceed that permitted by the Code minimum distribution regulations.

## SUSPENSION OF FINANCIAL TRANSACTIONS OR PAYMENT DELAY

In accordance with applicable federal securities laws and regulations, we reserve the right to suspend financial transactions or postpone payments during times when the following situations occur:

- The New York Stock Exchange (“NYSE”) is closed or trading on the NYSE is restricted; or
- The U.S. Securities and Exchange Commission (“SEC”) determines that a market emergency exists or restricts trading for the protection of investors.

The Company, under certain emergency conditions, may also defer any payment from the Fixed Plus Account for a period of up to 6 months (unless not allowed by state law), or as provided by federal law.

## FEDERAL TAX INFORMATION

Under federal tax law, qualified retirement Plan contributions and investment earnings are not taxable until they are distributed. Taxation occurs when amounts are paid from the Program funding the Plan to participants (or their beneficiaries). The Program, including the Fixed Plus contract, is not necessary for this favorable tax treatment.

Federal tax rules limit contributions to and distributions from the Program:

- **Contributions** - In order to be excludable from gross income for federal income tax purposes, total annual contributions are limited by the Internal Revenue Code; and
- **Distributions** - Certain tax rules limit eligibility to distributions from the Program and dictate when minimum distributions must begin. We report the gross and taxable portions of all distributions to the IRS. Any taxable distributions are generally subject to withholding. Federal income tax withholding rates vary in accordance with the type of distribution and the recipient’s tax status.

Note that there may be other circumstances that trigger taxability under the Plan, including, but not limited to, loan defaults. **You should consult with a tax and/or legal adviser about the effect of federal income tax laws, state tax laws or any other tax laws affecting the Program or any transactions involving the Program.**

**IRS Circular 230 Disclosure: These materials are not intended to be used to avoid tax penalties, and were prepared to support the promotion or marketing of the matter addressed in this booklet.**

After-tax contributions and applicable earnings from Roth sources, if available, will not be taxable provided they meet the qualified Roth distribution criteria.

## ANTI-MONEY LAUNDERING

In order to protect against the possible misuse of our products in money laundering or terrorist financing, we have adopted an anti-money laundering program satisfying the requirements of the USA PATRIOT Act and other current anti-money laundering laws. Among other things, this program requires us, our agents and customers to comply with certain procedures and standards that will allow us to verify the identity of the sponsoring organization and that contributions and loan repayments are not derived from improper sources.

Under our anti-money laundering program, we may require customers, and/or beneficiaries to provide sufficient evidence of identification, and we reserve the right to verify any information provided to us by accessing information databases maintained internally or by outside firms.

We may also refuse to accept certain forms of payments or loan repayments (traveler’s cheques, cashier’s checks, bank drafts, bank checks and treasurer’s checks, for example) or restrict the amount of certain forms of payments or loan repayments (money orders totaling more than \$5,000, for example). In addition, we may require information as to why a particular form of payment was used (third party checks, for example) and the source of the funds of such payment in order to determine whether or not we will accept it. Use of an unacceptable form of payment may result in us returning the payment to you.

**Applicable laws designed to prevent terrorist financing and money laundering might, in certain circumstances, require us to block certain transactions until authorization is received from the appropriate regulator. We may also be required to provide additional information about you and your policy to government regulators.**

Our anti-money laundering program is subject to change without notice to take account of changes in applicable laws or regulations and our ongoing assessment of our exposure to illegal activity.

## **ORDER PROCESSING**

In certain circumstances, we may need to correct the pricing associated with an order that has been processed. In such circumstances, we may incur a loss or receive a gain depending upon the price of the fund when the order was executed and the price of the fund when the order is corrected. Losses may be covered from our assets and gains that may result from such order correction will be retained by us as additional compensation associated with order processing.

## **UNCLAIMED PROPERTY**

Every state has some form of unclaimed property laws that impose varying legal and practical obligations on insurers and, indirectly, on contract owners, participants, insureds, beneficiaries and other payees of proceeds. Unclaimed property laws generally provide for escheatment to the state of unclaimed proceeds under various circumstances.

Contract owners and participants are urged to keep their own, as well as their beneficiaries' and other payees', information up to date, including full names, postal and electronic media addresses, telephone numbers, dates of birth, and Social Security numbers. Such updates should be communicated to us at the toll free phone number found in your enrollment material.

## **CYBER SECURITY**

Like others in our industry, we are subject to operational and information security risks resulting from "cyber-attacks", "hacking" or similar illegal or unauthorized intrusions into computer systems and networks. These risks include, among other things, the theft, misuse, corruption and destruction of data maintained online or digitally, denial of service attacks on websites and other operational disruption and unauthorized release of confidential customer information. Although we seek to limit our vulnerability to such risks through technological and other means and we rely on industry standard commercial technologies to maintain the security of our information systems, it is not possible to anticipate or prevent all potential forms of cyber-attack or to guarantee our ability to fully defend against all such attacks. In addition, due to the sensitive nature of much of the financial and similar personal information we maintain, we may be at particular risk for targeting.

Cyber-attacks affecting us, any third party administrator, the underlying funds, intermediaries and other affiliated or third-party service providers may adversely affect us and your account value. For instance, cyber-attacks may interfere with our processing of contract transactions, including the processing of orders from our website or with the underlying funds, impact our ability to calculate Accumulation Unit Values, cause the release and possible destruction of confidential customer or business information, impede order processing, subject us and/or our service providers and intermediaries to regulatory fines and financial losses and/or cause reputational damage. Cyber security risks may also affect the issuers of securities in which the underlying funds invest, which may cause the funds underlying your contract to lose value. There can be no assurance that we or the underlying funds or our service providers will avoid losses affecting your contract that result from cyber-attacks or information security breaches in the future.

## **QUESTIONS: CONTACTING THE COMPANY**

For answers to questions about the Program, to request additional information, including fund prospectuses, or to contact us for any other reason, please call:

- Plan Sponsors: Please call Plan Sponsor Services toll-free at 888-410-9482.
- Participants: Please call the Retirement Readiness Service Center toll-free at 800-584-6001.

Alternatively, please write us at:

Voya Retirement Insurance and Annuity Company  
One Orange Way  
Windsor, CT 06095-4774

## APPENDIX A

### Waiver of the 20% Limit in a 12-Month Period for Partial Withdrawals from the Voya Fixed Plus Account

This Appendix A applies if your employer elected the percentage limit restriction as described in WITHDRAWALS. In some circumstances, partial withdrawals from the Voya Fixed Plus (“Fixed Plus”) Account may be limited to no more than 20% of your account value held in the Fixed Plus Account in each 12-month period. Generally, the percentage limit does not apply to any benefit-related partial withdrawals (as discussed under WITHDRAWALS). In accordance with the Fixed Plus contract, we will also waive the percentage limit when the partial withdrawal is associated with any of the following specific conditions (applicable to all plans unless otherwise indicated):

1. Due to your death before annuity payments begin and paid within six months of your death (exception applies to only one partial withdrawal).
2. To purchase annuity payments.
3. Due to other conditions as the Company may allow without discrimination. Currently these include:
  - (a) When you separate from service with your employer\*, and when:
    - Separation from service is documented in a form acceptable to us;
    - The amount is paid directly to you or as a direct rollover (if permitted by the Code) to another Code Section 403(b), 401, or governmental 457(b) plan or an Individual Retirement Annuity or an Individual Retirement Account designated by you; and
    - The amount paid for all withdrawals due to separation from service during the previous 12 months does not exceed 20% of the average value of the Fixed Plus Account held under the Fixed Plus contract during that period.

\* Note on severance and separation: A *waiver* of the Fixed Plus Account withdrawal limit does not apply if it is due to a severance from employment that does not otherwise qualify as a separation from service. Although it may not result in the waiver described in this appendix, the Code does permit certain distributions upon a severance from employment. See “Restrictions on Distributions” provisions under “Tax Information” in the Appendix for your specific type of plan.
  - (b) Due to a plan loan taken in accordance with the terms of the plan, and in accordance with the loan procedures described under “Loans” in this Information Booklet.
  - (c) For all plans except 457(b) plans and governmental 401(a) plans: Due to financial hardship as defined in the Code, and when:
    - If applicable, the financial hardship is certified by your employer;
    - The amount is paid directly to you, and
    - The amount paid for all withdrawals due to financial hardship during the previous 12 months does not exceed 20% of the average value of the Fixed Plus Account held under the Fixed Plus contract during that period.
  - (d) For 457(b) plans only:

Due to an unforeseeable emergency as defined in the Code, and when:

    - The unforeseeable emergency is certified by your employer;
    - The amount is paid directly to you, and
    - The amount paid for all withdrawals due to an unforeseeable emergency during the previous 12 months does not exceed 10% of the average value of the Fixed Plus Account held under the Fixed Plus contract during that period.

(e) For 457(b) and governmental 401(a) plans only:

For an in-service distribution permitted by the plan, and when:

    - The in-service distribution is certified by your employer;
    - The amount is paid directly to you, and
    - The amount paid for all withdrawals due to a permitted in-service distribution during the previous 12 months does not exceed 10% of the average value of the Fixed Plus Account held under the Fixed Plus contract during that period.

## APPENDIX B

### Waiver of the Restrictions on Full Withdrawals from the Voya Fixed Plus Account

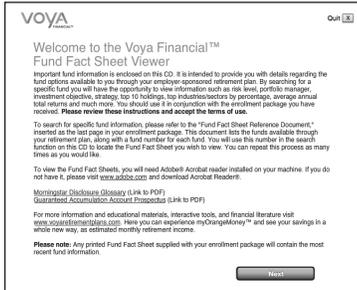
This Appendix B applies if your employer elected the percentage limit restriction as described in WITHDRAWALS. In some circumstances, full withdrawals from the Voya Fixed Plus (“Fixed Plus”) Account may be paid out in five annual payments. Generally, this restriction does not apply to any benefit-related withdrawal (as discussed under WITHDRAWALS). In accordance with the Fixed Plus contract, we will also waive this restriction when the full withdrawal is associated with any of the following specific conditions (applicable to all plans unless otherwise indicated):

1. When the amount in the Fixed Plus Account is \$5,000 or less and during the previous 12 months no amounts have been withdrawn, transferred (including transfers made to issue a plan loan), or used to purchase annuity payments.
2. Due to your death before annuity payments begin and paid within six months of your death.
3. To purchase annuity payments on a life-contingent basis or for a stated period.
4. If contributions have not been made for a period of two full years and the guaranteed monthly benefit under the annuity options would be less than \$20 per month and, at the Company’s option, your account is being terminated.
5. When you separate from service with your employer\*, and when:
  - Separation from service is documented in a form acceptable to us;
  - The amount is paid directly to you or as a direct rollover (if permitted by the Code) to another Code Section 403(b), 401, or governmental 457(b) plan or an Individual Retirement Annuity or an Individual Retirement Account designated by you; and
  - The amount paid for all withdrawals due to separation from service during the previous 12 months does not exceed 20% of the average value of the Fixed Plus Account held under the group fixed annuity contract (the Fixed Plus contract) during that period.

\* Note on severance and separation: A *waiver* of the Fixed Plus Account withdrawal limit does not apply if it is due to a severance from employment that does not otherwise qualify as a separation from service. Although it may not result in the waiver described in this appendix, the Code does permit certain distributions upon a severance from employment. See “Restrictions on Distributions” provisions under “Tax Information” in the Appendix for your specific type of plan.
6. For all plans except 457(b) plans and governmental 401(a) plans: Due to financial hardship as defined in the Code, and when:
  - If applicable, the financial hardship is certified by your employer;
  - The amount is paid directly to you; and
  - The amount paid for all withdrawals due to financial hardship during the previous 12 months does not exceed 20% of the average value of the Fixed Plus Account held under the Fixed Plus contract during that period.
7. For 457(b) plans only:  
Due to an unforeseeable emergency as defined in the Code, and when:
  - The unforeseeable emergency is certified by your employer;
  - The amount is paid directly to you; and
  - The amount paid for all withdrawals due to an unforeseeable emergency during the previous 12 months does not exceed 10% of the average value of the Fixed Plus Account held under the Fixed Plus contract during that period.
8. For 457(b) and governmental 401(a) plans:  
For an in-service distribution permitted by the plan, and when:
  - The in-service distribution is certified by your employer;
  - The amount is paid directly to you; and
  - The amount paid for all withdrawals due to an in-service distribution during the previous 12 months does not exceed 10% of the average value of the Fixed Plus Account held under the Fixed Plus contract during that period.

# Fund Fact Sheet Reference Document

## Fund Number Legend (For use with CD)



**This reference document provides you with the fund names and fund numbers of those investment options available to you through your retirement plan. You will use these numbers in the CD's search function to access the Fund Fact Sheets you wish to view.**

- **PC users:** Insert CD into your CD drive. Once the Voya Fund Finder Welcome screen appears, click "View Funds" to get started.
- **Mac users:** Insert the CD into your CD drive. A new window appears. Double click the Voya Fund Facts icon. Once the Voya Fund Finder Welcome screen appears, click "View Funds" to get started.

**CD not opening on its own?** See "TROUBLESHOOTING" on the reverse of this page.

**Please note:** Any Fund Fact Sheet printed and supplied as part of this enrollment package will contain the most recent fund information.

Fund Name	Fund Number	Fund Name	Fund Number
Voya Fixed Plus Account III	4020	Vanguard Equity Inc Fund Adm	7926
BlackRock HY Bond Port Inst	1141	Vanguard Val Index Fund Adm	8762
BrandywineGbl Gbl Opp Bnd Fd I	7725	American Funds AMCAP Fund R6	1949
DFA Inflat-Prot Securities Port Inst	3223	Vanguard Grw Index Fund Adm	9895
Gold Sachs Government Inc Fd Inst	3846	Carillon Eagle MdCap Grw Fd R6	970
Loomis Sayles LmtdTrm Govt&Agency Y	6404	DFA Real Estate Securities Port Inst	1438
Vanguard Interm-Tm Bnd Index Fd Adm	3309	DFA U.S. Core Equity 2 Port Inst	3226
Virtus Seix Fltg Rt Hgh Inc Fd I	6402	DFA U.S. SmCap Port Inst	9753
Western Asst Core Plus Bond Fund IS	3526	DFA U.S. Targeted Val Port Inst	2566
American Funds 2010 Tdate R6	1971	Schwab SmCap Index Fund	3192
American Funds 2015 TDate R6	1973	TRowePrc HealSci Fund	8163
American Funds 2020 TDate R6	1975	Vanguard Explorer Fund Adm	828
American Funds 2025 TDate R6	1977	Vanguard Mid-Cap Grwth Index Fd Adm	3310
American Funds 2030 TDate R6	1979	Vanguard Mid-Cap Index Fund Adm	756
American Funds 2035 TDate R6	1981	Vanguard Mid-Cap Val Index Fnd Adm	3311
American Funds 2040 TDate R6	1983	Vanguard Seled Val Fund Inv	9321
American Funds 2045 TDate R6	1985	Vanguard Sm-Cap Grwth Index Fnd Adm	3315
American Funds 2050 TDate R6	1987	Vanguard Utilities Index Fund Adm	6987
American Funds 2055 TDate R6	1989	Amer Bcn Intl Equity Fund Inst	2365
Voya Strategic Alloc Grw Port I	031	American Funds Nw Prspctv R6	1899
Fidelity Puritan Fund	990	American Funds New World R6	3491
Vanguard Wellesley Inc Fund Adm	2322	Dodge & Cox Intl Stock Fund	735
DFA U.S. Core Equity 1 Port Inst	3482	Vanguard Intl Grwth Fd Adm	2190

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**TROUBLESHOOTING****For PC Users**

If the Voya Fund Finder Welcome Screen does not automatically appear when the CD is inserted:

1. Click "Start" to open the start menu.
2. Select "My Computer." If "My Computer" is not listed in the start menu then instead open "My Computer" from your desktop.
3. Select your CD drive.
4. You should now see a new window containing an icon labeled: "Voya\_Fund\_Facts.exe".
5. Double click the icon to launch the Voya Fund Finder.

**For MAC users**

If the window containing the Voya Fund Finder icon does not automatically appear when the CD is inserted:

1. The CD will appear on your desktop.
2. Double click to open the CD.
3. You should see a new window containing an icon labeled "Voya Fund Facts.app".
4. Double click the icon to launch the Voya Fund Finder.

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cut here

**Voya Membership Card.** Keep in Touch With Your Account.

City of Carson

# Need Help?

Information and Assistance at Your Fingertips

For automated phone access or to speak with a  
Customer Service Associate – (800) 584-6001  
For Internet access – [www.voyaretirementplans.com](http://www.voyaretirementplans.com)  
M - F, 8 a.m. – 9 p.m., ET  
Life changes – (888) 681-3153



## Getting Started – Know Your Personal Identification Number (PIN)

Your PIN is required to access your account by phone or to register for online access. After you complete your enrollment, you will receive a PIN in a separate mailer via U.S. Mail. If you wish to use Voya phone services or register for online account access before receiving your PIN, follow the prompts to request that a new PIN be delivered to the email address or mobile number you provided during the enrollment process.



### Phone: (800) 584-6001

Automated services are available 24 hours a day, seven days a week. Representatives are available to assist you Monday through Friday, 8:00 a.m. – 9:00 p.m. ET.



### For Online Account Access: [www.voyaretirementplans.com](http://www.voyaretirementplans.com)

To register for online account access, select 'Register now'. Enter your Social Security Number and PIN. You will be asked to create a personalized Username and Password for ongoing use. Read and accept the terms and conditions, and then follow the prompts to provide a few more details to complete your registration. For returning users, login using your Username and Password.

**Disclaimer:** This CD should be used in conjunction with this enrollment package. It is intended to provide you with specific information regarding the fund options available to you through your employer-sponsored retirement plan.

Voya.com www.voyaretirementplans.com

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**Para asistencia en español**

Si usted necesita asistencia en español sobre su plan de ahorros simplemente marque (888) 277-7017 para comunicarse con uno de nuestros representantes que hablan español. Este servicio está a su disposición de lunes a viernes, de 8:00 a.m. a 9:00 p.m. hora del este.

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May Lose Value	Not Bank/Credit Union Guaranteed
Not Insured by Any Federal Government Agency	

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